

# SONS OF UNION VETERANS OF THE CIVIL WAR-- INCORPORATION

CHAPTER 774 -- PUBLIC LAW 605  
[H. R. 3034]

77. 18 U.S.C.A. proc. § 3141

## **An Act for the Incorporation of the Sons of Union Veterans of the Civil War**

Be it enacted by the Senate and House of Representatives of the United States of America in Congress assembled, That:

The following named persons to wit: General of the Army Douglas MacArthur, New York; Major General Amos A. Fries, retired, and Major General Ulysses S. Grant, 3d, retired, Washington, District of Columbia; Charles Boynton, Long Beach, California. Frank Worner, Inglewood, California; Wilbur Coursey, Fresno, California; Roy A. Davis, Colorado Springs, Colorado; Angus Ogborn, Richmond, Indiana; Thomas M. Horn, Layfayette, Indiana; Alonzo R. Stanfield, Indianapolis, Indiana; Roy J. Bennett, Des Moines, Iowa; Homer L. Young, Waterloo, Iowa; Dr. L. L. Shoppe, Des Moines, Iowa; E. S. Spangler, Newton, Kansas; A. P. Phillip, Newton, Kansas; William Dix, Newton, Kansas; F. Harold Oubord, Waterville, Maine; Hon. Burleigh Martin, Augusta, Maine; General William E. Southard, Bangor, Maine; George W. Kimball, Chelsea, Massachusetts; Brigadier General Otis M. Whitney, Concord, Massachusetts; Charles H. E. Moran, Holyoke, Massachusetts; Governor Alvan Tufts Fuller, Boston, Massachusetts; Charles R. Cowdin, Detroit, Michigan; Birt Hamrnong, Jackson, Michigan; Charles F. Dexter, Detroit, Michigan; Donald F. Peacock, Detroit, Michigan; Dewey B. Mead, Minneapolis, Minnesota; Donald C. Bennyhof, Hennepin County, Minnesota; William A. Anderson, Minneapolis, Minnesota; Laurence J. Parker, Bennington, New Hampshire; Wallace L. Mason, Keene, New Hampshire; Cleon E. Heald, Keene, New Hampshire; Colonel Edward Black, retired, Bennington, New Hampshire; Albert C. Lambert, Trenton, New Jersey; Colonel Frederic G. Bauer, Ridgewood, New Jersey; Charles A. Otto, Elizabeth, New Jersey; C. Wesley Armstrong, Trenton, New Jersey; Doctor Karl Rothschild, New Brunswick, New Jersey; Rep. Hermon L. Brockway, Ithaca, New York; William M. Coffin, Cincinnati, Ohio; Homer A. Ramey, Toledo, Ohio; Miles S. Kuhn, Dayton, Ohio; S. Anselm Skelton, Portsmouth, Ohio; Frederick K. Davis, Eugene, Oregon; Doctor W. E. Buchanan, Eugene, Oregon; Austin D. McReynolds, Eugene, Oregon; Glenn L. Adams, Salem, Oregon; John H. Runkle, Harrisburg, Pennsylvania; C. Leroy Stoudt, Reading, Pennsylvania; Walter C. Mable, Philadelphia, Pennsylvania; Edgar L. Gale, Seattle, Washington; Edward T. Fairchild, Madison, Wisconsin; and their successors, are hereby created and declared to be a body corporate of the District of Columbia, where its legal domicile shall be, by the name of the Sons of Union Veterans of the Civil War (hereinafter referred to as the corporation), and by such

name shall be known and have perpetual succession and the powers, limitations, and restrictions herein contained.

Sec. 2. A majority of the persons named in the first section of this Act, acting in person or by written proxy, are authorized to complete the organization of the corporation by the selection of officers and employees, the adoption of a constitution and bylaws not inconsistent with this Act, and the doing of such other acts as may be necessary for such purpose.

Sec. 3. The purposes of the corporation shall be: To perpetuate the memory of the Grand Army of the Republic and of the men who saved the Union in 1861 to 1865; to assist in every practicable way in the preservation and making available for research of documents and records pertaining to the Grand Army of the Republic and its members; to cooperate in doing honor to all those who have patriotically served our country in any war; to teach patriotism and the duties of citizenship, the true history of our country, and the love and honor of our flag; to oppose every tendency or movement that would weaken loyalty to, or make for the destruction or impairment of, our constitutional Union; and to inculcate and broadly sustain the American principles of representative government, of equal rights, and of impartial justice for all.

Sec. 4. The corporation shall have power--

- (1) to have succession by its corporate name.
- (2) to sue and be sue, complain and defend in any court of competent jurisdiction;
- (3) to adopt, use, and alter a corporate seal;
- (4) to choose such officers, managers, agents, and employees as the activities of the corporation may require;
- (5) to adopt, amend, and alter a constitution and bylaws; 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;
- (6) to contract and be contracted with;
- (7) to take by lease, gift, purchase, grant, devise, or bequest from any public body or agency or any private corporation, association, partnership, firm, or individual and to hold absolutely or in trust for any of the purposes of the corporation any property, real, personal, or mixed, necessary or convenient for attaining the objects and carrying into effect the purposes of the corporation, subject, however, to applicable provisions of law of any State (A) governing the amount or kind of property which may be held by, or (B) otherwise limiting or controlling the ownership of property by, a corporation operating in such State;

(8) to transfer, convey, lease, sublease, encumber and otherwise alienate real, personal or mixed property; and

(9) to borrow money for the purposes of the corporation, issue bonds therefor, and secure the same by mortgage, deed of trust, pledge or otherwise, subject in every case to all applicable provisions of Federal and State laws; and

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

Sec. 5. Eligibility for membership in the corporation and the rights, privileges, and designation of classes of members shall, except as provided in this Act, be determined as the constitution and bylaws of the corporation may provide. Eligibility for membership in the corporation shall be limited to male blood relatives of persons who served between April 12, 1861, and April 9, 1865, as soldiers or sailors of the United States Army, Navy, Marine Corps or Revenue Cutter Service, and of such State regiments as were called into active service and were subject to orders of United States general officers between the dates above mentioned and were honorably discharged therefrom at the close of such service or who died in such service.

Sec. 6. The supreme governing authority of the corporation shall be the national encampment thereof, composed of such officers and elected representatives from the several States and other local subdivisions or the corporate organization as shall be provided by the constitution and bylaws: Provided, That the form of government of the corporation shall always be representative of the membership at large and shall not permit the concentration of the control thereof in the hands of a limited number of members or in a self-perpetuating group not so representative. The meetings of the national encampment may be held in any State or Territory or in the District of Columbia.

Sec. 7. (a) During the intervals between the national encampments, the council of administration shall be the governing board of the corporation and shall be responsible for the general policies, program, and activities of the corporation

(b) Upon the enactment of this Act the membership of the initial council of administration of the corporation shall consist of the present members of the council of administration of the Sons of Union Veterans of the Civil War, the corporation described in section 18 of this Act, or such of them as may then be living and are qualified members of said council of administration. to wit: Major General Ulysses S. Grant, 3rd, retired; Dewey B. Mead; Reverend Hermon L. Brockway; Laurence J. Parker; George W. Kimball; Frederick K. Davis; and Albert C. Lambert.

(c) Thereafter the council of administration of the corporation shall consist of not less than seven members elected in the manner and for the term prescribed in the constitution and bylaws of the corporation.

Sec. 8. The officers of the corporation shall be a commander in chief, a senior vice commander in chief, a junior vice commander in chief, a secretary and a treasurer (which latter two offices may be held by one person), and such other officers as may be prescribed in the constitution and bylaws. The officers of the corporation shall be selected in such a manner and for such terms and with such duties and titles as may be prescribed in the constitution and bylaws of the corporation.

Sec. 9. (a) The principal office of the corporation shall be located in Trenton, New Jersey, or in such other place as may be determined by the council of administration; but the activities of the corporation shall not be confined to that place, but may be conducted throughout the various States, the District of Columbia, and Territories and possessions of the United States.

(b) The corporation shall have in the District of Columbia at all times a designated agent authorized to accept service or process for the corporation; and notice to or service upon such agent, or mailed to the business address of such agent, shall be deemed notice to or service upon the corporation.

Sec. 10. (a) No part of the income or assets of the corporation shall inure to any of its members or officers as such, or be distributable to any of them during the life of the corporation or upon its dissolution or final liquidation. Nothing in this subsection, however, shall be construed to prevent the payment of compensation to officers of the corporation or reimbursement for actual necessary expenses in the amounts approved by the council of administration of the corporation.

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

Sec. 11. The corporation and its officers and agents as such shall not contribute to or otherwise support or assist any political party or candidate for public office.

Sec. 12. The corporation shall be liable to the acts of its officers and agents when acting within the scope of their authority.

Sec. 13. The corporation shall have no power to issue any shares of stock or to declare or pay any dividends.

Sec. 14. The corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its national encampments and council of administration. 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.

Sec. 15. (a) The financial transactions of the corporation shall be audited annually by an independent certified public accountant in accordance with the principles and procedures applicable to commercial corporate transactions. The audit shall be conducted at the place or places where the accounts of the corporation are normally kept. All books, accounts, financial records, reports, files, and all other papers, things, or property belonging to or in use by the corporation and necessary to facilitate the audit shall be made available to the person or persons conducting the audit; and full facilities for verifying transactions with the balances or securities held by depositories, fiscal agents, and custodians shall be afforded to such person or persons.

(b) A report of such audit shall be made by the corporation to the congress not later than March 1 of each year. The report shall set forth the scope of the audit and shall include a verification by the person or persons conducting the audit of statements of (1) assets and liabilities, (2) capital and surplus or deficit, (3) surplus or deficit analysis, (4) income and expense, and (5) sources and application of funds. Such report shall not be printed as a public document.

Sec. 16. On or before March 1 of each year the corporation shall report to the Congress on its activities during the preceding fiscal year. Such report may consist of a report on the proceedings of the National Encampment covering such fiscal year. Such report shall not be printed as a public document.

Sec. 17. The corporation and its subordinate divisions shall have the sole and exclusive right to use the name. the Sons of Union Veterans of the Civil War. The corporation shall have the exclusive and sole right to use. or to allow or refuse the use of, such emblems, seals, and badges as it may legally adopt, and such emblems, seals, and badges as have heretofore been used by the Illinois corporation described in Section 18 and the right to which may be lawfully transferred to the corporation.

Sec. 18. The corporation may acquire the assets of the Sons of Union Veterans of the Civil War. a corporation organized under the laws of the State of Illinois, upon discharging or satisfactorily providing for the payment and discharge of all of the liability of such corporation and upon complying with all laws of the State of Illinois applicable thereto.

Sec. 19. Upon dissolution or final liquidation of the corporation, after discharge or satisfaction of all outstanding obligations and liabilities, the remaining assets, if any, of the corporation shall be distributed in accordance with the determination of the council of administration and in compliance with the constitution and bylaws of the corporation and all Federal and State laws applicable thereto.

Sec. 20. The right to alter, amend, or repeal this Act is expressly reserved.

Approved August 20, 1954.