

The Charter of the National Education Association

1857–70

THE NATIONAL TEACHERS' ASSOCIATION

Organized August 26, 1857, at Philadelphia, Pennsylvania.

PURPOSE — *To elevate the character and advance the interests of the profession of teaching and to promote the cause of popular education in the United States.* [The word “popular” was dropped in the 1907 Act of Incorporation.]

The name of the Association was changed at Cleveland, Ohio, on August 15, 1870, to the “National Educational Association.”

1870–1907

NATIONAL EDUCATIONAL ASSOCIATION

Incorporated under the laws of the District of Columbia, February 24, 1886, under the name “National Education Association,” which was changed to “National Educational Association,” by certificate filed November 6, 1886.

1907–

NATIONAL EDUCATION ASSOCIATION OF THE UNITED STATES

Incorporated under a special act of Congress, approved June 30, 1906, to succeed the “National Educational Association.” The Charter was accepted and Bylaws were adopted at the Fiftieth Anniversary Convention held July 10, 1907, at Los Angeles, California.

Act of Incorporation

An Act To Incorporate the National Education Association of the United States

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

List of Incorporators

Section 1. That the following-named persons, who are now officers and

directors and trustees of the National Educational Association, a corporation organized in the year eighteen hundred and eighty-six, under the Act of General Incorporation of the Revised Statutes of the District of Columbia viz.: Nathan C. Schaeffer, Eliphalet Oram Lyte,

John W. Lansinger, of Pennsylvania; Isaac W. Hill, of Alabama; Arthur J. Matthews, of Arizona; John H. Hinemon, George B. Cook, of Arkansas; Joseph O'Connor, Josiah L. Pickard, Arthur H. Chamberlain, of California; Aaron Gove, Ezekiel H. Cook, Lewis C. Greenlee, of Colorado; Charles H. Keyes, of Connecticut; George W. Twitmyer, of Delaware; J. Ormond Wilson, William T. Harris, Alexander T. Stuart, of the District of Columbia; Clem Hampton, of Florida; William M. Slaton, of Georgia; Frances Mann, of Idaho; J. Stanley Brown, Albert G. Lane, Charles I. Parker, John W. Cook, Joshua Pike, Albert R. Taylor, Joseph A. Mercer, of Illinois; Nebraska Cropsey, Thomas A. Mott, of Indiana; John D. Benedict, of Indian Territory; John F. Riggs, Ashley V. Storm, of Iowa; John W. Spindler, Jasper N. Wilkinson, A. V. Jewett, Luther D. Whittemore, of Kansas; William Henry Bartholomew, of Kentucky; Warren Easton, of Louisiana; John S. Locke, of Maine; M. Bates Stephens, of Maryland; Charles W. Eliot, Mary H. Hunt, Henry T. Bailey, of Massachusetts; Hugh A. Graham, Charles G. White, William H. Elson, of Michigan; William F. Phelps, Irwin Shepard, John A. Cranston, of Minnesota; Robert B. Fulton, of Mississippi; F. Louis Soldan, James M. Greenwood, William J. Hawkins, of Missouri; Oscar J. Craig, of Montana; George L. Towne, of Nebraska; Joseph E. Stubbs, of Nevada; James E. Klock, of New Hampshire; James M. Green, John Enright, of New Jersey; Charles M. Light, of New Mexico; James H. Canfield, Nicholas

Murray Butler, William H. Maxwell, Charles R. Skinner, Albert P. Marble, James C. Byrnes, of New York; James Y. Joyner, Julius Isaac Foust, of North Carolina; Pitt Gordon Knowlton, of North Dakota; Oscar T. Corson, Jacob A. Shawan, Wills L. Griswold, of Ohio; Edgar S. Vaught, Andrew R. Hickham, of Oklahoma; Charles Carroll Stratton, Edwin D. Ressler, of Oregon; Thomas W. Bicknell, Walter Ballou Jacobs, of Rhode Island; David B. Johnson, Robert P. Pell, of South Carolina; Moritz Adelbert Langer, of South Dakota; Eugene F. Turner, of Tennessee; Lloyd E. Wolt, of Texas; David H. Christensen, of Utah; Henry O. Wheeler, Isaac Thomas, of Vermont; Joseph L. Jarmon, of Virginia; Edward T. Mathes, of Washington; T. Marcellus Marshall, Lucy Robinson, of West Virginia; Lorenzo D. Harvey, of Wisconsin; Thomas T. Tynan, of Wyoming; Cassia Patton, of Alaska; Frank H. Ball, of Puerto Rico; Arthur F. Griffiths, of Hawaii; G. H. Maxson, of the Philippine Islands; and such other persons as now are or may hereafter be associated with them as officers or members of said Association, are hereby incorporated and declared to be a body corporate of the District of Columbia by the name of the "National Education Association of the United States," and by that name shall be known and have a perpetual succession with the powers, limitations, and restrictions herein contained.

Purpose and Departments

Section 2. That the purpose and objects of the said corporation shall be to elevate

the character and advance the interests of the profession of teaching and to promote the cause of education in the United States. This corporation shall include the National Council of Education and the following departments, and such others as may hereafter be created by organization or consolidation, to wit: The Departments, first, of Superintendence; second, of Normal Schools; third, of Elementary Education; fourth, of Higher Education; fifth, of Manual Training; sixth, of Art Education; seventh, of Kindergarten Education; eighth, of Music Education; ninth, of Secondary Education; tenth, of Business Education; eleventh, of Child Study; twelfth, of Physical Education; thirteenth, of Natural Science Instruction; fourteenth, of School Administration; fifteenth, of the Library; sixteenth, of Special Education; seventeenth, of Indian Education; the powers and duties and the numbers and names of these departments and of the National Council of Education may be changed or abolished at the pleasure of the corporation, as provided in its Bylaws.

Powers of Corporation

Section 3. That the said corporation shall further have power to have and to use a common seal, and to alter and change the same at its pleasure; to sue or to be sued in any court of the United States, or other court of competent jurisdiction; to make bylaws not inconsistent with the provisions of this Act or of the Constitution of the United States; to take or receive, whether by gift, grant, devise, bequest, or purchase, any real or personal

estate, and to hold, grant, transfer, sell, convey, hire, or lease the same for the purpose of its incorporation; to accept and administer any trust of real or personal estate for any educational purpose within the objects of the corporation; and to borrow money for its corporate purposes, issue bonds therefor, and secure the same by mortgage, deed of trust, pledge, or otherwise.

Property to Be Tax-Exempt[†]

Section 4. That all real property of the corporation within the District of Columbia which shall be used by the corporation for the educational or other purposes of the corporation as aforesaid other than the purposes of producing income and all personal property and funds of the corporation held, used, or invested for educational purposes aforesaid, or to produce income to be used for such purposes, shall be exempt from taxation; provided, however, that this exemption shall not apply to any property of the corporation which shall not be used for, or the income of which shall not be applied to, the educational purposes of the corporation; and, provided further, that the corporation shall annually file, with the Commissioner

[†] Section 4 of the NEA Charter is superseded by Public Law 105-277 enacted in 1988, which provides that: "Notwithstanding any provision of any Federally-granted charter or any other provision of law, beginning with fiscal year 1999 and for each fiscal year hereafter, the real property of the National Education Association located in the District of Columbia shall be subject to taxation by the District of Columbia in the same manner as any similar organization."

of Education of the United States, a report in writing, stating in detail the property, real and personal, held by the corporation, and the expenditure or other use or disposition of the same, or the income thereof, during the preceding year.

Members

Section 5. The qualification, classifications, rights, and obligations of members of said corporation shall be prescribed in the Bylaws of the corporation.

Officers

Section 6. (a) The officers of the corporation shall be a president, one or more vice presidents, a secretary, a treasurer, a Board of Directors, an Executive Committee, and such boards, councils, committees, and other officers as shall be prescribed in the Bylaws.

Additional Boards, Councils, Committees, and Officers

(b) Except as limited by this Act, as amended, the Bylaws of the corporation shall prescribe the powers, duties, terms of office, and the manner of election or appointment of the said officers, boards, councils, and committees; and the said corporation may by its Bylaws make other and different provisions as to the numbers and names of the officers, boards, councils, and committees.

[Section 7 has been deleted.]

Section 8. That the principal office of the said corporation shall be in the city of Washington, D.C.; *provided*, that the

meetings of the corporation, its officers, committees, and departments, may be held, and that its business may be transacted, and an office or offices may be maintained elsewhere within the United States, as may be determined in accordance with the Bylaws.

Acceptance of This Charter

Section 9. That the charter, constitution, and bylaws of the National Educational Association shall continue in full force and effect until the charter granted by this Act shall be accepted by such Association at the next annual meeting of the Association, and until new Bylaws shall be adopted; and that the present officers, directors, and trustees of said Association shall continue to hold office and perform their respective duties as such until the expiration of terms for which they were severally elected or appointed, and until their successors are elected. That at such annual meeting the active members of the National Educational Association, then present, may organize and proceed to accept the charter granted by this Act and adopt bylaws, to elect officers to succeed those whose terms have expired or are about to expire, and generally to organize the "National Education Association of the United States"; and that the Board of Trustees of the corporation hereby incorporated shall thereupon, if the charter granted by this Act be accepted, receive, take over, and enter into possession, custody, and management of all property, real and personal, of the corporation heretofore known as the National Educational Association incorporated as

aforesaid, under the Revised Statutes of the District of Columbia, and all its rights, contracts, claims, and property of every kind and nature whatsoever, and the several officers, directors, and trustees of such last-named Association, or any other person having charge of any of the securities, funds, books, or property thereof, real or personal, shall on demand deliver the same to the proper officers, directors, or trustees of the corporation hereby created. Provided, that a verified certificate executed by the presiding officer and secretary of such annual meeting, showing the acceptance of the charter granted by this Act by the National Educational Association, shall be legal evidence of the fact, when filed with the Recorder of Deeds of the District of Columbia; and provided further, that in the event of the failure of the Association to accept the charter granted by this Act at said annual meeting, then the charter of the National Educational Association and its incorporate existence shall be and are hereby extended until the thirty-first day of July, nineteen hundred and eight, and at any time before said date its charter may be extended in the manner and form provided by the general corporation of the District of Columbia.

Rights of Creditors

Section 10. That the rights of creditors of the said existing corporation, known as the National Educational Association, shall not in any manner be impaired by the passage of this Act, or the transfer of the property heretofore mentioned, nor shall any liability or obligation, or payment of

any sum due or to become due, or any claim or demand, in any manner, or for any cause existing against the said existing corporation, be released or impaired; and the corporation hereby incorporated is declared to succeed to the obligations and liabilities, and to be held liable to pay and discharge all of its debts, liabilities, and contracts of the said corporation so existing, to the same effect as if such new corporation had itself incurred the obligation or liability to pay such debts or damages, and no action or proceeding before any court or tribunal shall be deemed to have abated or been discontinued by reason of this Act.

Amendments to Charter

Section 11. That Congress may from time to time, alter, repeal, or modify this Act of Incorporation, but no contract or individual right made or acquired shall thereby be divested or impaired.

Creation of Representative Assembly

Section 12. That said corporation may provide, by amendment to its Bylaws, that the powers of the active members exercised at the annual meeting in the election of officers and the transaction of business shall be vested in and exercised by a representative assembly composed of delegates apportioned, elected, and governed in accordance with the provisions of the Bylaws adopted by said corporation.

Sections 1-11 were passed by Congress and approved by the President, June 30, 1906. They were accepted and adopted as

the Constitution of the National Education Association of the United States by the active members of the National Educational Association in annual session at Los Angeles, California, July 10, 1907.

Section 12 was passed by Congress and approved by the President of the United States, May 13, 1920, as an amendment to the original Act of Incorporation. It was accepted and adopted as an amendment to the Constitution of the National Education Association of the United States by the active members thereof in annual session at Salt Lake City, Utah, July 9, 1920.

Sections 5-8 were amended by Congress and approved by the President of the United States, June 14, 1937. These amendments were accepted as amendments to the Charter and adopted as amendments to the Constitution by the Representative Assembly of the National

Education Association of the United States at Detroit, Michigan, June 29, 1937.

Sections 3, 6, and 7 were amended by Congress and approved by the President of the United States in June 1969. In addition, Congress gave to the NEA Representative Assembly the power to make Section 7 of no further force and effect by permitting the Representative Assembly to make bylaw amendments affecting the administration of the property of the Corporation (see Article XI, NEA Bylaws*) and the selection of the secretary of the Association (see Article V, Section 3[i], NEA Bylaws†).

*This is a reference to the Bylaws that were in effect in June 1969. In the current Bylaws, the comparable provision is Bylaw 11.

†This is a reference to the Bylaws that were in effect in June 1969. In the current Bylaws, the comparable provision is Bylaw 10-1.