

OPINION
63-238

December 13, 1963 (OPINION)

STATE HISTORICAL SOCIETY

RE: Governor's Board

This is in reply to your letter of December 9, 1963.

You enclose various informative materials including:

1. A resolution which was presented to the membership of the Historical Society.
2. A set of by-laws proposed by your by-laws committee.
3. A motion presenting an exception to the by-laws.
4. A motion including the wording of the new legislation passed in the Thirty-eighth Legislative Session, applicable to the Historical Society, as an amendment to its Articles of Incorporation.

You inform us that in the course of proceedings a director raised the question as to the advisability of having passed on item 4 listed above on the basis that the Board of Directors would be directly under the jurisdiction of the membership at large of the formerly organized corporate Historical Society.

You request our opinion as to whether or not the inclusion of item 4, together with other items involved in the recent proceedings of the society and board appointed pursuant to House Bill No. 738 - (see section 55-01-01 of the 1963 Supplement to the North Dakota Century Code), would in effect negate any independence of action given the board appointed pursuant to such legislation.

From examination of the materials submitted and information contained in your letter it is our opinion that the actions taken will serve only to enable the board appointed by the Governor to act for and on behalf of the corporate State Historical Society. Such actions will neither take away nor add any governmental or statutory power and authority granted by section 55-01-01 of the 1963 Supplement to the North Dakota Century Code, nor will it give the membership of the corporate Historical Society a voice or influence in the strictly statutory and governmental matters provided for by said section 55-01-01.

HELGI JOHANNESON

Attorney General