NATIONAL ASSOCIATION
OF CUSTOMS BROKERS

Declarative to the interests of fellow members, shall be punishable by expulsion from the Association.

Second. The name of the proposed corporation is NATIONAL ASSOCIATION OF CUSTOMS BROKERS.

Third. The territory in which its operations are to be principally conducted is the State of New York, District of Columbia, and the other states, territories and places within the United States as well as foreign countries.

Fourth. The town, village or city in which its principal office is to be located is the Borough of Manhattan, in the City of New York, in the County of New York and State of New York.

Fifth. The number of its directors is fifteen.

Sixth. The names and places of residence of the persons to be its directors are:

<table>
<thead>
<tr>
<th>Name</th>
<th>Residence</th>
</tr>
</thead>
<tbody>
<tr>
<td>Joseph W. Martin</td>
<td>24 State Street, New York</td>
</tr>
<tr>
<td>David J. Todd</td>
<td>22 Broadway</td>
</tr>
<tr>
<td>Frederick M. Conran</td>
<td>20 Broadway</td>
</tr>
<tr>
<td>John W. Jones</td>
<td>18 Battery Street</td>
</tr>
<tr>
<td>John F. Ewing</td>
<td>24 State Street</td>
</tr>
<tr>
<td>Samuel Evans</td>
<td>16 Battery Street</td>
</tr>
<tr>
<td>John L. White</td>
<td>17 State Street</td>
</tr>
<tr>
<td>R. Martin Gray</td>
<td>1 Broadway</td>
</tr>
<tr>
<td>John A. Gable</td>
<td>12 Battery Street</td>
</tr>
<tr>
<td>Charles T. Young</td>
<td>16 Battery Street</td>
</tr>
<tr>
<td>John T. Kennedy</td>
<td>18 State Street</td>
</tr>
<tr>
<td>Thomas H. Sweeney</td>
<td>4 State Street</td>
</tr>
<tr>
<td>William H. Armstrong</td>
<td>24 State Street</td>
</tr>
<tr>
<td>John H. Byrd</td>
<td>19 Battery Street</td>
</tr>
<tr>
<td>Charles H. Rech</td>
<td>26 State Street</td>
</tr>
</tbody>
</table>
NATIONAL ASSOCIATION OF CUSTOM BROKERS

Section 1—The annual meeting of said corporation shall be held on the first Wednesday in May in each year.

Section 2—The annual meeting of said corporation shall be held on the first Wednesday in May in each year.

In witness whereof we have made and acknowledged this Certificate the 16th day of July, 1866.

J. F. Miller, Chairman.
J. F. Smith, Vice-Chairman.
W. H. Anderson, Secretary.
J. M. Smith, Treasurer.
W. H. Howard, Assistant Secretary.
J. M. Brown, Assistant Treasurer.

New York, County of New York.

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We, being the officers of said corporation, did then and there sign and acknowledge the certificate of incorporation aforesaid.

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CERTIFICATE OF INCORPORATION

State of New York:
County of New York:

We, the undersigned, desiring to form a corporation pursuant to the provisions of the Membership Corporation Law, all being of full age, at least two-thirds being citizens of the United States, and one of us a resident of the State of New York, do hereby certify and state:

First — The particular object for which the corporation is to be formed is to unite the Customs Brokers of the various ports throughout the United States into one organization, to the end that they shall maintain a high standard of honor and integrity, not only in their dealings with the Government and their clients, but in their relations with one another.

It shall also be the object of this Association to co-operate with Customs Officers in bringing about a compliance with the laws and regulations of the United States on the part of importers and exporters, at the same time carefully guarding the legal interests and rights of their clients, at being understood, in an essential qualification, that they shall hold themselves irrevocably for absolute truth and honesty in their dealings with Customs Officers, and in their proof establishing regular practice, or conduct

CONSTITUTION

ARTICLE 1

Section 1. The name of this Organization shall be National Association of Customs Brokers.

Section 2. The object of this Association is to unite the Customs Brokers of the various ports throughout the United States in one organization, to the end that they shall maintain a high standard of honor and integrity, not only in their dealings with the Government and their clients, but in their relations with one another.

It shall also be the object of this Association to co-operate with Customs Officers in bringing about a compliance with the laws and regulations of the United States on the part of importers and exporters. At the same time carefully guarding the legal interests and rights of their clients, it is understood as an essential qualification that the officers and members shall hold themselves irrevocably for absolute truth and honesty in their dealings with Customs Officers.
NATIONAL ASSOCIATION OF CUSTOMS BROKERS

Object

Officials, and proof establishing irregular practice or conduct prejudicial to the interests of fellow members shall be punishable by expulsion from the Association.

ARTICLE II

Section 1—The Government of this Association shall be vested in a Governing Committee composed of fifteen (15) directors representing the Port of New York, and one director from any of the Naval Ordnance Ports, elected in the manner hereinafter provided.

Sec. 2—The original incorporators will constitute the Governing Committee for the first year, together with one director from any Naval Ordnance Port who shall act as one of the original incorporators, and they shall elect the officers for the period.

ARTICLE III

Section 1—The members of the Governing Committee shall, after the first meeting, elect a chairman, one to serve for one year, one to serve for two years, and the remainder to serve for three years.

Sec. 2—The Governing Committee, duly constituted, shall have the power to make rules and regulations as to the operation of the Association, and to fix the amount of any fees to be charged for services rendered, and shall fix the minimum fee for services rendered, and shall have the power to regulate the practice and conduct of members, and to enforce the By-Laws and By-Laws of the Association.

Sec. 3—The Governing Committee shall have the power to make rules and regulations for the operation of the Association, and to fix the amount of any fees to be charged for services rendered, and shall have the power to regulate the practice and conduct of members, and to enforce the By-Laws and By-Laws of the Association.

Sec. 4—The Governing Committee shall have the power to make rules and regulations for the operation of the Association, and to fix the amount of any fees to be charged for services rendered, and shall have the power to regulate the practice and conduct of members, and to enforce the By-Laws and By-Laws of the Association.

Sec. 5—The Governing Committee shall have the power to make rules and regulations for the operation of the Association, and to fix the amount of any fees to be charged for services rendered, and shall have the power to regulate the practice and conduct of members, and to enforce the By-Laws and By-Laws of the Association.
4. It shall also have power to fix the amount of fees and compensation and defray such expenses as may be necessary in the interest of the Association, and it is further empowered, when necessary, to establish relations with foreign shippers, importers and exporters, with a view to transacting such customs business or business of any nature as may be required, and upon such terms as will best subserve the general interest of the officers. It may require of all officers of the Association a good and sufficient bond to ensure the faithful performance of their duties. The Governing Committee shall be vested with power to fix penalties for the violation of the laws and rules of the Association and to enforce the same, and with all other powers necessary for the Government of the Association, the promotion of the best conduct of its members, and the promotion of its welfare, objects and purposes.

ARTICLE IV

Section 1—The annual meeting of Meeting the Association shall be held on the first Wednesday in May, at which time there shall be elected by ballot fifteen directors from the Port of New York and one director from any of the national office ports where the Association is represented, such directors constituting the Governing Committee. At such time also there shall be elected one or more directors to fill any vacancies which may have occurred during the preceding year in the Governing Committee; in such case the members receiving the highest number of votes shall be declared elected.

Sec. 2.—Any member of the Association, in good standing, shall be entitled to vote at any election or meeting of the Association.

Sec. 3.—Any non-resident member in good standing may issue his proxy, in the form prescribed by the Association, to a member in good standing, which
ARTICLE IV
Section 1—The order of business at Regular meet-
ing of the Association, the President may adjourn any meeting for two weeks.

ARTICLE V
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ARTICLE VI
Section 1—No member shall speak more than twice on the same subject in three minutes at a time without the unanimous consent of all present.

ARTICLE VII
1—Reading of Minutes,
2—Communications,
3—Reports,
4—Unfinished Business,
5—New Business,
6—Adjournment.
ARTICLE VIII

The Governing Committee may make additions, alterations or amendments to the Constitution by a majority vote of all its existing members. Every proposed addition, alteration or amendment must be presented, in writing, at a regular meeting of the Governing Committee, and referred to a Committee of five, which shall report thereon at the next regular meeting of the Governing Committee, or at a special meeting called for the sole purpose of considering it. Action thereon may be postponed to a fixed date by a vote of two-thirds of the members of the Governing Committee present. Such alteration, when adopted by the Governing Committee, shall be submitted to the Association, and shall take effect as the law of the Association, if not disapproved within one week by a majority vote of the entire membership.

ARTICLE I

SECTION 1—The President may call special meetings of the Association and of the Governing Committee. He shall call special meetings of the Association, upon the written request of fifteen members, and special meetings of the Governing Committee, upon the written request of five members of said Committee.

SECTION 2—The Vice-President shall, in the absence of the President, assume all the duties and powers, and discharge all the duties of the President.

SECTION 3—It shall be the duty of the Treasurer to receive, and, acting under instructions from the Finance Committee, to take charge of and disburse money of the Association. He shall present to the Governing Committee, on request, a report of the finances of the Association.

SECTION 4—The President shall be a member of the Finance Committee.
ARTICLE II

Section 1.—The Governing Committee shall appoint the following Standing Committees, which may, at its discretion, be, selected from its own membership, or from the Association Governing Committee:

- Executive Committee
- Membership Committee
- Finance Committee
- Laws and Regulations Committee
- Press and Publicity Committee
- Governance Committee

Section 2.—All Committees shall report to the Governing Committee when required, at a regular meeting, their proceedings and actions since the previous meeting.

Section 3.—A member who shall be absent from three consecutive regular meetings of the Governing Committee without having been excused by the President, may be declared, by a two-thirds vote of the existing members of the Committee, to be no longer a member.

Section 4.—All vacancies occurring in the Governing Committee shall be filled by said Committee until the ensuing annual election.

Section 5.—No member of the Governing Committee shall be disqualified from participating in any meeting, action or proceeding of any kind whatever of said Committee, by reason of being or
having been a member of a Standing Committee or Special Committee which has made prior inquiry, examination or investigation of the subject under consideration. Nor shall any member of any Standing or Special Committee be disqualified, by reason of such membership, from acting as a member of the Governing Committee upon any appeal from any decision of such Standing or Special Committee. But no member shall participate in the adjudication of any case in which he is personally interested.

Sec. 6.—A majority of all the existing active members of the Governing Committee shall be necessary to constitute a quorum.

Sec. 7.—Any hearing or trial may be adjourned, from time to time, by the Governing Committee in its discretion; but no member thereof, who shall not have been present at every meeting of said Committee at which evidence is taken, or at which an accused member, or a member whose conduct is involved in the hearing, is heard, shall participate in the final decision.

Sec. 8.—In the absence of both the President and Vice-President, any ten

members of the Governing Committee may call a meeting thereto, by written notice, to which each member shall be then notified, and select a presiding officer.

Sec. 9.—In the case of the temporary absence or inability to act of both the President and Vice-President, the Governing Committee may choose an Acting President pro tem.

Sec. 10.—The Governing Committee shall hold monthly meetings on the first Thursday of each month.

Sec. 11.—The Governing Committee shall, at its first regular meeting of each year, designate counsel for the Association; such counsel to be employed at the pleasure of said Committee, but such Committee may supply additional or special counsel at its discretion.

ARTICLE III

Section 1.—The executive power of the Association shall be vested in the President, who shall direct the enforcement of the rules and regulations, and have the care of all its interests. He will appoint all Committees other than Standing Committees, as provided for in Section 1 of Article II, countersign all
ARTICLE IV

Sections 1—No person shall be eligible to any office in the Association, who shall not be, at the time of his election or appointment, a member in good standing.

Sec. 2.—The expiration or suspension of a member holding any office or position, to which he has been either elected or appointed, shall create a vacancy therein, which shall be filled as provided in these rules.

Sec. 3.—In the event of the refusal, failure, neglect or inability of an officer of the Association to discharge the duties of his office, or for any good cause, of the sufficiency of which the Governing Committee shall be the Judge, and Committee shall have power, by a two-thirds vote of all of its existing members, to remove said officer, and declare the position held by him to be vacant.

ARTICLE V

Section 1.—Promptly after each annual election the Governing Committee shall appoint from its members the following Standing Committees:

Four.—A Committee on Membership to consist of six members, in whom shall be vested all applications for membership and all applications of suspended members for reinstatement. The affirmative vote of two-thirds of the entire Committee shall be necessary to elect to membership, or to reinstate a suspended member, provided however, that an applicant for membership or reinstatement...
Second.—A Law Committee to consist of five members, to which shall be referred all questions of law affecting the interests of the Association.

Third.—A Finance Committee to consist of five members whose duties shall be to examine the various accounts and vouchers from time to time as they may elect and, acting as a Board of Auditors, shall report their examination to the Governing Committee. They shall examine the Treasurer’s books, and make a report to the Association, at its annual meeting, of the condition of the finances.

Fourth.—A Grievance Committee to consist of six members, to which shall be referred all complaints affecting the conduct of an officer or member of the Association, and the Committee shall have full power to summon witnesses and take testimony, and its conclusions as recommended by the vote of two-thirds of its members shall be reported to the Governing Committee, which shall, on the record submitted, consider and decide the case, which decision shall be final and conclusive.

Fifth.—A Committee on Press and Publicity, composed of three members, which shall set aside the publication of all matters that it shall be considered desirable to bring to public notice, through the medium of the press or otherwise.

ARTICLE VI

Section 1.—Every applicant for membership must be at least twenty-one years of age, of good standing, character, and reputation, and possess a genuine knowledge of Customs Laws and Regulations, as may be determined by the Membership Committee.

Sec. 2.—Applications for membership shall be in writing, signed by the applicant, and be presented as a regular meeting of the Governing Committee, and by it referred to the Membership Committee.

Sec. 3.—In the case of firms composed of more than one member, the application must bear the endorsement of
each member of the firm, individually and collectively, agreeing to abide by the Constitution and By-Laws of the Association.

Sec. 5—No application for re-admission of a person who has ceased to be a member of the Association through violation of the Constitution or By-Laws, or for the reinstatement of a member who has been suspended, shall be considered, excepting in such manner as in herein provided for in the case of original applicants.

Sec. 6—The initiation fee of this Association shall be twenty-five dollars.

Sec. 7—A person rejected for membership may not petition again within six months after such rejection. Sec. 8—If the initiation fee of an applicant for admission to membership

Sec. 9—No person elected to membership shall be admitted to the privileges thereof until he shall have signed the Constitution and By-Laws of the Association. By such signature he pledges himself to abide by the same and all subsequent amendments thereto.

ARTICLE VII
Section 1—Every member of the Association shall register with the Secretary an address where notices may be served.

Sec. 2—All complaints against the conduct of an officer or member must be made in writing to the President, Secretary, or Governing Committee, and signed by the party or parties complaining.

Sec. 3—Insubordinate language, or any intemperance of good order and decorum, or serious interference with the personal comfort or safety of another person, is forbidden. Any member who shall violate this rule may be fined by the Governing Committee, in a sum not

Sec. 4—In the case of a corporation, the application must be accompanied by a resolution of the Governing Body of such corporation, designating the applicant as its representative in the Association, and binding the said corporation to abide by the Constitution and By-Laws of the Association.

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NATIONAL ASSOCIATION OF CUSTOM BROKERS

ARTICLE VIII

Section I. The dues of all members of the Association shall be payable on May 1st and November 1st of each year at the rate of thirty dollars per annum, unless otherwise provided by the Board of Directors.

Section II. Any member who shall fail to pay his dues within thirty days after they become due, shall be deemed to have resigned, and may be expelled by the Board of Directors.

ARTICLE IX

Section I. The Board of Directors shall have the power to amend these By-Laws from time to time, as they may deem necessary.

Section II. No member shall be expelled without due notice to the delinquent, nor shall his name be removed from the Bulletin Board until his dues are paid.

Section III. If the Board of Directors shall determine that any member has committed any act of fraud or dishonesty, it shall have power to declare him guilty of such an act, and shall have the power to expel him from the Association.

Section IV. Any member expelled from the Association may be reinstated by the Board of Directors upon payment of all arrearages of dues and a written confession of the acts of fraud or dishonesty.

Section V. The expenses of the Board of Directors may be paid by the Association, and no member shall be required to pay any part of the expenses of the Board of Directors.

Section VI. The Board of Directors shall be elected by the members of the Association, and shall hold office for one year, unless sooner removed by the Association.

Section VII. Any member who shall resign from the Association shall be entitled to a certificate of membership for a period of one year, which shall be issued by the Secretary of the Association.

Section VIII. The Secretary shall keep a record of all transactions of the Association, and shall make such reports as the Board of Directors may require.

Section IX. The Board of Directors shall have the power to make rules and regulations for the government of the Association, consistent with the By-Laws of the Association.
Sec. 3. Whenever it shall appear to a majority of the Membership Committee that a mis-statement upon a material point has been made to it by a member, upon his application either for membership or reinstatement, it shall report the same to the Governing Committee, and by a two-thirds vote of all the existing members of the Governing Committee, the member shall be expelled.

Sec. 4. A member who shall have been adjudged, by a majority vote of all the existing members of the Grievance Committee, guilty of willful violation of the Constitution of the Association, or of any resolution of the Governing Committee regulating the conduct or business of members, or of any act or proceeding inconsistent with just and equitable principles of trade, may be fined or suspended, as the said Committee may determine, unless some other penalty is expressly provided for such offence, or the said Committee shall report the facts and findings to the Governing Committee, which shall act thereon.

Sec. 5. The Governing Committee may, by a two-thirds vote of its members present, require that a member of the Association shall submit to the Governing Committee, or any Standing or Special Committee, for examination, such portion of his books or papers as are material and relevant to any matter under investigation by said Committee, or by any Standing or Special Committee. Any member who shall refuse or neglect to comply with such requirement, or shall willfully destroy any such required evidence, or who, being duly summoned, in pursuance of a two-thirds vote of the members of the Governing Committee present, shall refuse or neglect to appear before the Governing Committee, or any Standing or Special Committee, as a witness, or refuse to testify before any such Committee, may be adjudged guilty of any act detrimental to the interest or welfare of the Association, and his case shall be acted upon by the Governing Committee.

Sec. 6. The Grievance Committee may, by a two-thirds vote of all its existing members, fine or suspend from the Association, for a period not exceeding one year, any member who may be adjudged guilty of any act which may
be determined by said Committee to be detrimental to the interest or welfare of the Association.

Sec. 7. An accusation, charging a member before the Governing Committee, with having committed an offence, or of having violated the laws or regulations of the Association, shall be in writing; it shall specify the charge or charges against such member with reasonable detail, and shall be signed by the person or persons making the charge or charges. A copy of such charge or charges shall be served upon the accused member, either personally, or by leaving the same at his office address during business hours, or by mailing it to him at his last known place of residence. He shall have ten days from the date of such service to answer the same, or such further time as the Grievance Committee, in its discretion, may deem proper. The answer shall be in writing, signed by the accused member, and filed with the Secretary of the Association. Upon the answer being filed, or if the accused shall refuse or neglect to make answer as hereinbefore required, the Grievance Committee shall, at a regular or special meeting thereafter, proceed to consider the charge or charges; at such meeting

be a special meeting, notice of the object thereof shall be sent to the members of the Committee. Notice of such meeting shall be sent to the accused; he shall be entitled to be personally present thereat, and shall be permitted in person to examine and cross-examine all the witnesses produced before the Committee, and also to present such testimony, defense or explanation as he may deem proper.

After hearing all the witnesses and the member accused, if he desires to be heard, the Grievance Committee shall determine whether said member is guilty of the offence or offences charged. If it is determined that the accused is guilty, the Committee shall, or may suspend the accused Committee, or impose a fine as the case may be. If, however, the offence is of such a nature as, in the judgment of the Grievance Committee, calls for expulsion, said Committee shall report the same to the full Governing Committee, who shall pass upon the said charges by a majority vote. The result of the vote shall be announced by the President, and a written notice thereof served upon said member in the manner herebefore provided. The
ARTICLE XI

Section 1.—The corporate seal of this Association shall be

Section 2.—The seal of this Association shall be

The foregoing Constitution and By-Laws were read and adopted by a meeting resulting from a general call of Brokers held in New York, May 20th, 1908, and were further adopted at a meeting of the Incorporators held in New York, Sept. 9th, 1908.

F. M. Comstock,

Chairman

By-Laws Committee

T. S. Todd, Chairman

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CONSTITUTION
OF THE
NATIONAL ASSOCIATION
OF CUSTOMS BROKERS

NEW YORK
PUBLISHED BY THE ASSOCIATION
MCMXVIII