

ASSOCIATION OF SCIENCE MUSEUM DIRECTORS

CONSTITUTION

ARTICLE I. Name

The name of this organization is Association of Science Museum Directors, hereafter referred to as the Association or ASMD.

ARTICLE II. Definition

A *science museum* as used in this document shall mean a museum, science center, science and technology center, zoological park, aquarium, botanical garden, or other organization that has significant collections, exhibitions, or educational programs relating to the physical or natural sciences, technology, or anthropology, and that devotes a significant part of its budget to collections, research or educational programs in these areas.

The term *chief officer* is here used to designate that salaried officer who has ultimate responsibility for the collections owned by or lent to the museum, including jurisdiction over their acquisition, exhibition, preservation, study, and interpretation, and ultimate responsibility for the educational programs offered by the institution. Eligible individuals will adhere to the Code of Ethics of the Association.

ARTICLE III. Objectives

The Association of Science Museum Directors is organized exclusively for scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

The purpose or purposes of the ASMD are:

- to promote the development of a scholarly and educational role for science museums and their directors in the cultural life of the nation and of mankind;
- to apply its members' knowledge and experience in the fields of physical or natural sciences, technology, or anthropology to the promotion of the public good;
- exchange information on research, collections, exhibition, and educational programs;
- to encourage communication among science museums and their directors;
- identify and discuss problems common to the chief officers of such institutions;
- establish standards of competence and performance for member institutions in all areas wherein the institutions operate;
- encourage the participation of science museums in national and regional

- museum associations;
- develop programs for the recruitment and training of museum personnel;

The foregoing purposes are each and all subject to the limitations that, the ASMD not being organized for pecuniary profit, no part of the net earnings or funds of the ASMD shall inure to the benefit of any member as such or of any private individual or purpose, and no substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation.

ARTICLE IV. Membership

Membership in ASMD shall be open to all science museums that hold substantial natural history collections, foster and support research programs in the various fields of the physical or natural sciences or anthropology, **or** that hold exhibits and conduct substantial educational programs relating to the physical or natural sciences, technology, or anthropology, **and** that have a minimum staff of five or more full-time paid museum positions.

Only the chief officer of the institution may represent the institution at ASMD meetings.

ARTICLE V. Officers

The officers of the ASMD shall be a President, two Vice Presidents, and a Secretary-Treasurer.

ARTICLE VI. Committees

The standing committees of ASMD shall be the Executive Committee, the Membership Committee, the Finance Committee, and the Nominating Committee. The appointment, makeup and responsibilities of these committees shall be described in the Association By-laws.

ARTICLE VII. Meetings

A regular meeting of the Association shall be held annually. Special meetings will be held at a time and place to be determined by the Executive Committee and announced by mail to the membership not less than one month prior to the date.

ARTICLE VIII. Amendments

Amendments may be proposed to the Constitution by the Executive Committee, or by any five members of ASMD. The Constitution may be amended in two ways:

- 1- A proposed amendment can be distributed to the membership at least six weeks before the annual meeting. At the meeting, if one-fourth of the members in good standing of ASMD are present, a two-thirds majority of those members is sufficient to amend the Constitution.
- 2- A proposed amendment can be presented at the annual meeting. Subsequent to the meeting, a mail ballot will be distributed to all members. If one-fourth of the members in good standing of ASMD respond within thirty days, a two-thirds majority of those responding is sufficient to amend the Constitution.

ARTICLE IX. By-laws

For regulating the affairs of the Association, By-laws may be enacted, rescinded or amended by mail or at the annual meeting by a vote of two-thirds of the membership present, provided such By-laws do not abridge the provisions or Intent of this Constitution.

ARTICLE X. Financial Liability

The Association shall not incur financial liability for itself or for any of its members.

ARTICLE XI. Dissolution

Upon dissolution of the Association of Science Museum Directors, which has been organized as a 501 (c)(3), and following payment of outstanding bills, funds remaining in the treasury shall be distributed, by majority vote of the remaining members, to a legally recognized 501 (c)(3) organization for use toward an exempt purpose. If remaining members fail to take such action upon dissolution, the depository or depositories having the custody of the Association of Science Museum Directors funds, and upon presentation of adequate evidence that the Association of Science Museum Directors has been dissolved, by default or otherwise, are hereby authorized to pay such remainder funds to the American Association of Museums (AAM), provided the AAM is a legally recognized 501 (c)(3), at the time of dissolution. If the AAM is unable to accept funds, they shall be distributed to the federal government or state government, as prescribed by law.

ASSOCIATION OF SCIENCE MUSEUM DIRECTORS BY-LAWS

I. Membership

1. Membership in the Association shall be subject to approval of the Credentials Committee.

2. Membership shall be limited to institutions. There shall be no individual members. If an institution undergoes significant alteration in mission with respect to the definition and objectives as stated in Articles II and III of the Constitution, the Credentials Committee may review that institution's membership and report its findings to the Executive committee.

3. The Executive Committee shall be empowered to remove an institution from membership if: (a) on recommendation of the Credentials Committee, it determines that the mission of the member institution no longer falls within the definition of Article II of the Constitution; (b) a member does not attend at least one of four consecutive regular annual or mid-year meetings; © the member fails to pay the assessed dues; (d) if the member requests to withdraw from the association.

4. While there are no individual memberships in the association, the President, on her/his discretion, may invite past representatives of member institutions to attend meetings.

Applications for membership shall be sent to the Chairman of the Membership/Credentials Committee. The Membership/Credentials Committee will approve those applications who qualify.

II. Meetings

1. The annual meeting, or special meetings, shall be held at a time and place to be determined by the Executive Committee and announced by mail to the membership no less than one month prior to date.

2. Any member in good standing shall be eligible to attend any meetings of the Association.

3. The President may invite special guests for program presentations or observers. Any guest will be excused from a portion of the meeting at the request of his sponsor or if an executive session is called for.

4. Members of the press and television may not attend meetings without permission of the Presiding Officer.

5. The members present at a properly called meeting shall constitute a

quorum.

III. Officers

1. Election and Term of Office. The officers of the Association shall be chosen at the annual meeting, and may not serve more than three consecutive one-year terms, excepting the Secretary-Treasurer.

IV. Committees

The President shall appoint a Nominating Committee of three members whose duty it shall be to present names to the annual meeting for election. Any two other members may present additional nominations from the floor.

The below signatures verify the Constitution and By-Laws of the *ASMD* were accepted by a mail ballot vote of the membership conducted June 1997.

–/signed/–
Betsy Bennett
President of ASMD

–/signed/–
R. Bruce McMillan
Secretary/ Treasurer