

**SMITHSONIAN ADVISORY BOARDS:  
AN UNDERUTILIZED ASSET**

 Smithsonian Institution

**A STUDY BY THE OFFICE OF POLICY AND ANALYSIS  
JANUARY 2002**

**OFFICE OF POLICY AND ANALYSIS  
STUDY TEAM**

Carole M. P. Neves, *Director*

Kathleen Ernst  
Andrew Pekarik  
Zahava D. Doering  
Abigail Sharbaugh  
Jeffrey Sutton  
David Karns  
Michelle Stein  
Whitney Watriss  
Kerry Button  
Kerry DiGiacomo  
Cynthia Kaufmann  
Rebecca Riccitello

# TABLE OF CONTENTS

<b>EXECUTIVE SUMMARY</b>	<b>v</b>
<b>I. INTRODUCTION</b>	<b>1</b>
SCOPE OF THE STUDY	2
ORGANIZATION OF THE REPORT	5
<b>II. ADVISORY BOARD ROLES AND RESPONSIBILITIES</b>	<b>7</b>
FINDINGS	7
CONCLUSIONS	16
RECOMMENDATIONS	19
<b>III. COMPOSITION, STRUCTURE AND OPERATIONS</b>	<b>21</b>
FINDINGS	21
CONCLUSIONS	30
RECOMMENDATIONS	33
<b>IV. ADVISORY BOARD RELATIONSHIPS: REGENTS, CENTRAL ADMINISTRATION, UNIT DIRECTORS AND OTHER BOARDS</b>	<b>37</b>
FINDINGS	37
CONCLUSIONS	41
RECOMMENDATIONS	43
<b>APPENDICES</b>	
A. TWENTY-FIVE ADVISORY BOARDS IN THE STUDY: NAMES AND PROFILES	45
B. CHARACTERISTICS OF THE TWENTY-FIVE SMITHSONIAN ADVISORY BOARDS	93
C. ADVISORY BOARD MEMBER INTERVIEWEES	105
D. SMITHSONIAN STAFF INTERVIEWEES AND STUDY PARTICIPANTS	113



## **EXECUTIVE SUMMARY**

Advisory boards have existed at the Smithsonian Institution since 1921.<sup>1</sup> In its October 1995 policy document, “Regents’ Guidelines for Smithsonian Advisory Boards,” Smithsonian Directive 123 (SD 123), the Regents made clear advisory boards can be valuable assets to the Institution. Subject to the authority of the Regents, their primary purpose is to provide advice, support and expertise to unit directors, as well as to the Board of Regents and the Secretary. Specific roles the Regents called for are: advocacy; advice in a range of areas; participation in the selection and evaluation of the director; and fundraising. Pan-Institutional boards support and assist the central Smithsonian administration. Each board is to report to the Regents, through the Secretary, every two to three years on the condition of its museum or research center, and to present recommendations for its betterment. Advisory boards have no independent governance function.

The Smithsonian Institution now has over thirty advisory boards with a potential total membership of around six hundred. There is considerable variability across the boards, reflecting the differences in how the boards came into being, their missions, their bylaws and the entities they serve. The Secretary asked the Office of Policy and Analysis (OP&A) to undertake a study of what the advisory boards do, how effectively they do it, and whether their performance can be improved.

The study looked at twenty-five Smithsonian advisory boards. The information in this report, which is current through September 30, 2001, came from four sources: documentation of the boards such as bylaws; observation of full meetings; structured interviews with over two hundred current and former advisory board members; and sixty interviews with unit staff and directors. In preparing the report, the study team looked for key issues and common themes or points that applied across a number of boards. As such, findings and conclusions may not apply to every board or board member.

### **ROLES AND RESPONSIBILITIES**

OP&A believes that the boards can provide the Smithsonian and its units a wealth of experience and expertise. They offer extensive networks of connections to people, places and organizations and are well-positioned to advocate, represent and generate support. Most members have a sincere and strong desire to further the missions of the Smithsonian and its units. At the same time, it would be detrimental to generate unrealistic expectations of what advisory boards can or should accomplish.

---

<sup>1</sup> As used in this report, the term “advisory board” encompasses advisory boards of directors and trustees, commissions and councils. It does not include the Board of Regents.

## **BOARD ROLES**

Boards of the Smithsonian other than the Regents are advisory in nature, although a small number have some governance responsibility in narrowly prescribed areas. The interviews made clear that board members understood and for the most part accepted their advisory role and, as well, understood and accepted the Regents' governance and the units' management roles. With the exception of a few individual members, the boards appropriately operated at policy, strategic, and conceptual levels and avoided involvement in day-to-day operations.

Advisory boards have seven appropriate roles: expert advisor, sounding board, advocate/representative/networker, fundraiser, advisory oversight on behalf of the Regents, facilitator of change, and public conscience. Across boards the scope of each role, and the balance among them, differ because of differences in the missions and nature of each unit and the style and preferences of unit directors and central Smithsonian administrators. The scope and balance will also change over time. To accommodate the current emphasis on fundraising, for example, many boards will need to adjust the balance among their roles and perhaps even their composition, structure and operations.

## **BOARD PERFORMANCE**

OP&A does not believe that most boards are performing as effectively as they might. The reasons include: a Smithsonian culture that has not valued advisory boards or asked them to carry out specific roles; a lack of understanding about how to translate board roles into practice; the absence of a strategy and plan for meaningful engagement, such as the setting of annual goals, objectives, targets, and defined activities for boards; a system for regular communication and sharing of information based on mutual trust; and adequate staff support and materials.

## **FUNDRAISING**

The emphasis on fundraising by boards is understandable and necessary. Of all the board roles, however, fundraising has been the least well executed by almost every board. That said, it is important to make clear that the fundraising role of the boards is to support the units and the Smithsonian as a whole. The direction and leadership for fundraising must come from the units and central Smithsonian administration if board efforts are to align with Smithsonian and unit goals and priorities.

Most board members are willing and able to play a productive fundraising role, although it must be balanced with other board roles. To play a productive fundraising role, the units must have a strong development infrastructure that works closely with the boards, and must provide board members with adequate logistical and administrative support, staff assistance, case statements, and background materials on prospective contacts. Boards need annual fundraising plans, strategies and targets, including for personal donations by board members. Selection of members will have to support enhanced fundraising.

## RECOMMENDATIONS

1. **Each board should, in concert with the unit director and senior staff, clarify the responsibilities of board members with respect to the board’s advisory roles, identify the order of priority among the roles, determine appropriate levels of engagement, establish relevant committees associated with the enactment of certain roles, and set appropriate boundaries between board and unit business. The primary roles are to:**
  - **Provide expert advice;**
  - **Serve as sounding board;**
  - **Engage in advocacy, networking, outreach and representation;**
  - **Participate in fundraising;**
  - **Serve in an advisory oversight capacity for the Regents as specified in SD 123;**
  - **Facilitate change;**
  - **Be the public conscience.**

**Some boards must also carry out governance responsibilities in defined areas.**
2. **To strengthen its advocacy, networking, outreach and representation role, each board should:**
  - **Include members with varying geographic, institutional, and community links;**
  - **Define the activities and establish annual outreach and representational targets; and**
  - **Coordinate with and utilize resources available through other unit and pan-Institutional boards where appropriate.**
3. **To strengthen its fundraising role, each board should:**
  - **Include members with both personal resources and/or access to resources;**
  - **Establish annual fundraising targets and strategies, including a recommended amount for member gifts;**
  - **Provide fundraising training for members, as needed; and**
  - **Receive support from the units (utilization of development staff, preparation of case statements and related information, identification of fundraising leads, and awareness of ethical standards regarding fundraising).**

**4. Each board should develop, in consultation with the unit director and senior staff, an annual plan that sets forth:**

- **Attainable goals for each of the board's primary roles;**
- **Strategies for achieving those goals and specific activities for the current fiscal year;**
- **Assignment of specific responsibilities to board committees; and**
- **Criteria by which to assess the board's performance and procedures for evaluating board performance on an annual basis.**

## **COMPOSITION, STRUCTURE AND OPERATIONS**

There is no single formula that the Smithsonian or boards can apply in determining how best to make use of advisory boards. Board size, composition, and operations must all be tied to what the boards are to accomplish. Most board work will benefit from the use of committees that have defined tasks and committee assignments. Adequate staff support is essential, to be determined on the basis of the roles and activities the board is undertaking.

### **COMPOSITION**

Advisory boards have paid insufficient attention to their composition relative to their roles and responsibilities. Selection of members is frequently based on personal relationships and broad criteria, and the vetting process is too often pro forma. As a result, most boards are excessively homogeneous in gender, age, geographic distribution and professional background. Boards need recruiting plans and relevant criteria with which to select members. Of necessity the composition of the boards will not be uniform, because the priorities and needs of units and the larger Smithsonian vary. Moreover, as circumstances change over time, the boards will need to revisit and adjust their membership. Some boards have not made adequate use of term limits to bring on new people who match current priorities and bring fresh perspective. Former members can be kept engaged by inviting them to join committees that can use their expertise and experience. Best practice is to limit the number of terms of board members and officers and to rotate committee chairs and members periodically.

### **STRUCTURE**

The size of a board should derive from the roles of the board. Smithsonian advisory boards tend to be large, which is appropriate for strong fundraising and advocacy roles, although unwieldy for substantive roles such as policy advice, strategic planning and programmatic advice and review.

## OPERATIONS

In general, the operations of most boards are ill-suited to optimize accomplishments or productivity. For example, almost no board regularly establishes performance goals or guidelines against which to formulate a plan of action and assess what they have accomplished. The absence of formal orientation leaves too many members unclear about their roles and responsibilities in practice. Boards have not taken advantage of well-structured committee systems to mitigate the disadvantages of their large size. Board meetings are poorly designed for fruitful work; agendas are overly long and emphasize the transmittal of information, not substantive deliberation. Inadequate communication between meetings leaves members disengaged. The unit directors and board chairs have a responsibility to exercise better leadership by adhering to their respective domains and focusing the boards on the accomplishment of specific priority tasks appropriate to their roles and responsibilities.

Without clear roles, specific goals and related assignments, it is not possible to determine what staff support is needed. In addition, it appears that neither the boards nor the entities they serve understand how they can best use one another and, therefore, whether staff support is applied appropriately.

## RECOMMENDATIONS

5. **Boards should develop criteria for the selection of members based on the roles of the boards, the needs and priorities of the units and the goals of the Smithsonian. To ensure a broad perspective and capacity for carrying out their roles, criteria should include but not be limited to:**
  - **Diversity of background characteristics such as gender, age, and race/ethnicity;**
  - **National geographic distribution;**
  - **Expertise and professional experience in relevant areas; and**
  - **Willingness to engage in fundraising.**
6. **Boards should institutionalize and adhere to recruitment, vetting, and nominating processes and procedures in order to appoint the most qualified individuals. Unit directors should participate in the process.**
7. **The bylaws of the boards should specify the number of consecutive terms and the maximum number of terms a member can serve, with provision for exceptions to enable highly productive board members to serve beyond that maximum.**
8. **Boards should have a system of rotation for officers and committee chairs.**

- 9. Board bylaws should specify that new members receive an in-person orientation prior to their first board meeting. The orientation should include, at a minimum:**
  - A clear statement of the board’s roles and expectations for board members, including SD 123, which outlines the Regents policy for advisory boards;
  - The board’s annual plan and descriptions of the roles and activities of the board;
  - Descriptions of the roles and activities of committees;
  - An up-to-date package of information on the unit and the Smithsonian;
  - Introductions to staff who will be working with the members; and
  - A tour of the facility and the Smithsonian.
  
- 10. To support board and unit operations,**
  - The board, unit director, and key unit staff should develop guidelines that address relative roles and responsibilities, expectations, and communications to facilitate interaction between the board and unit.
  - Within the context of the guidelines,
    - Board members should have internal training and materials (such as guidelines for effective board operations) as needed to facilitate the execution of their roles.
    - Unit directors and senior staff should develop and apply internal guidelines and, as necessary, receive training that addresses the value of boards to unit operations and senior management, the importance of boards as impartial advisors, appropriate use of board committees and individual members, the importance of open communications and sharing of information to building trust and effective interaction, and priority areas for board action.
  - From time to time boards and unit staff may benefit from a retreat at which to assess their interactions and review and update guidelines and procedures.
  
- 11. Against clarified roles and plans of action, the boards should, in conjunction with the unit directors, reevaluate and modify, as necessary, their structure and methods of operations. This should include:**
  - Board composition,
  - Frequency and duration of full board meetings,
  - Committee structure, membership and meeting schedules, and
  - Use of conference calls and teleconferencing.

- 12. To make more effective use of the limited time boards have available,**
- **Board and committee tasking must focus on priority needs, including pressing problems and promising opportunities**
  - **Agendas for board meetings should be tightened to reflect the broad issues of policy, strategy, and advice appropriate to an advisory board; board self-governance; and implementation of the annual board plan. Board packages should be limited to materials needed for those agenda items.**
  - **Between meetings, board members should be provided with up-to-date information relevant to specific activities of committees, as well as general information about unit operations and accomplishments. However, information needs to be linked to the solicitation of feedback and follow-up on board activities, and be provided in an environment of candor.**
- 13. The unit director's office should:**
- **Assign a qualified person to serve as liaison to the board and to coordinate additional support.**
  - **Provide an appropriate level of support adequate to the roles and responsibilities of the boards.**
  - **Make staff support for fundraising activities a priority.**
- 14. Each board should assess its accomplishments against its annual plan, and where targets are not met, it should identify actions to be implemented.**
- 15. In units and centers with more than one advisory board, the unit director and senior staff should ensure coordination of roles, responsibilities, structure and operations among the boards.**
- 16. Recommendations 1-15 should apply to the boards of all Smithsonian units and centers and, with appropriate modifications, to pan-Institutional boards.**

### **ADVISORY BOARD RELATIONSHIPS: REGENTS, CENTRAL ADMINISTRATION, UNIT DIRECTORS, AND OTHER BOARDS**

One important issue identified at the outset of this study was the relationship of the advisory boards to the Board of Regents; the central Smithsonian administration, in particular the Secretary and senior central administrators; the unit directors; and one another. SD 123 and the bylaws of some advisory boards specifically mention relationships with different levels of the Smithsonian but are not adequately clear on the hierarchy within them. Among the unit boards, there is uncertainty about the nature and proper enactment of the boards' advisory role with respect to the Secretary and the Regents.

OP&A believes that clarification of the relationships of the advisory boards to the different administrative levels, as well as of expectations at those levels, can enhance the effectiveness of the boards. From a purely practical perspective, it is unreasonable to expect the Secretary to establish close working relationships with thirty-odd advisory boards given the demands on his time. It is appropriate that his interaction with the boards generally occur through individual board members and his senior managers. Circumstances do arise from time to time that necessitate a closer working relationship with the full board as well. Similarly, unit advisory boards do not have adequate time to develop the level of understanding of pan-Institutional issues they would need in order to serve as regular advisors to the Secretary and to influence outcomes at all levels. A unit board can most effectively serve its unit and address its unit's external environments. Where a board believes it needs to raise an issue to the level of the Secretary, there is an existing administrative channel through the Under Secretaries and the International Art Museums Director.

The effectiveness of advisory boards depends greatly on whether the unit directors and the Secretary see the boards as valuable resources. Investment in the development of an effective working relationship is worthwhile. As new directors and senior central administrators take office, it is particularly important to take the time to develop a clear understanding of roles and expectations, as well as individual styles, and to develop processes, procedures and ways of working together. Directors need to guard against using boards for their own political purposes and to nurture the ability of boards to provide independent input.

The relationship of directors to their units' advisory boards is a complex one that directors have not always attended to, understandable in an environment that has downplayed the role of the boards. As units make greater use of their boards for advice, fundraising and other assistance, training on board and unit interaction would be of benefit to directors.

The policy guidance expressed in SD 123 is that the advisory boards, both unit and pan-Institutional, should support oversight by the Regents. At the Smithsonian, an institution often accused of insularity, advisory boards can provide the Secretary and the Regents a valuable outside perspective and reality check, as well as a focus on broad strategic issues, both unit-specific and pan-Institutional. It would be to the Regents' advantage to make use of the advisory boards as spelled out in SD 123.

The isolation of the boards from one another represents a lost opportunity, as it prevents the board from making use of one another's resources and connections. Greater communication and coordination could, for example, lead to a sharing of lessons learned about board operations that could improve effectiveness and efficiency. The ability to call on members of other boards to share information and contacts would enhance fundraising, advocacy and outreach.

Strengthening coordination and collaboration across thirty-some boards is a daunting task. One mechanism exists already: the Smithsonian National Board Liaison

Committee. Possible first steps might be for each board to discuss what value greater interaction with other boards would have, the type of interaction it would like, and the anticipated outcomes. The boards could then give that information to the Liaison Committee, which would use it as a basis for developing means of enhancing board interaction.

## RECOMMENDATIONS

- 17. The advisory boards of Smithsonian units should have two foremost relationships:**
- **They should serve as a resource for the unit directors and other senior unit managers.**
    - **Directors should undertake with their boards the development of a clear understanding of roles and expectations and ways of working together.**
    - **Directors should nurture the potential of boards to serve as impartial advisors and refrain from using boards to legitimize their policies and decisions.**
  - **The advisory boards should serve as the eyes and ears of the Secretary and the Board of Regents.**
    - **Every three years the boards should submit reports to the Regents through the Secretary within one month of the end of the fiscal year. The reports should highlight the units' accomplishments and broad challenges and recommend remedial steps as appropriate. They should cover other topics that the boards believe are applicable to improving the operations and functioning of their units. The report submissions should be grouped along the lines of each Under Secretary and the Director of International Art Museums. For example, in FY 2003, the boards of the National Museum of African Art, Freer Gallery of Art and Arthur M. Sackler Gallery of Art, and the Hirshhorn Museum and Sculpture Garden could submit their reports. However, the boards may submit annual reports to the Regents if their bylaws require it or if they so desire.**
    - **The Board of Regents should respond in writing to the unit boards within two months of receipt of the reports.**
- 18. The Smithsonian National Board Liaison Committee should serve as a link among advisory boards and develop mechanisms to enhance collaboration and coordination.**



## I. INTRODUCTION

Advisory boards have existed at the Smithsonian Institution since 1921.<sup>1</sup> Some museums and research units have had boards advising on their programs and operations since their inception; other boards came into being only recently.

In 1995, the Commission on the Future of the Smithsonian Institution commented on the benefits of advisory boards in its report to the Secretary:

...We believe that all the Smithsonian components should have advisory boards, and that the membership and authority of these boards should be changed to enhance their involvement and contribution. As a consequence, a renewed sense of responsibility to the nation's institution among citizens from all over the country is likely to emerge...By strengthening all advisory boards the Institution would gain several important advantages: enhanced external expert advice, especially for the establishment of policies and assessment of programs; increased contacts with similar institutions nation-wide, thereby facilitating the foundation of partnerships; and attraction of outstanding citizens from all over the nation to nurture the Institution at the grassroots, including through private fundraising.<sup>2</sup>

In response to the Commission, on October 26 of that same year, the Board of Regents issued a policy document, "Regents' Guidelines for Smithsonian Advisory Boards," Smithsonian Directive 123 (SD 123), that defined its position on advisory boards and provided guidance for their operation. In SD 123, the Regents acknowledged that the setting in which the Smithsonian operates is increasingly complex and that, as a result, governing the Institution is more complicated. In that setting, advisory boards can be valuable assets to the Institution. For example, full and effective use of advisory boards can result in better long-range thinking that synthesizes internal and external perspectives and timely support for changes initiated by Smithsonian leadership. Advisory boards can provide both diversity of outlook and unity of purpose.

SD 123 states that all advisory boards are under the authority of the Board of Regents and subject to its general policies. Because the Regents have ultimate responsibility for the accomplishment of the Smithsonian Institution's mission and are ultimately accountable to the public, advisory boards have no independent governance function. It is the Regents who approve the Smithsonian's mission statement and purpose; select the Secretary; review his or her performance; plan for the future; approve broad policies, programs and services; provide sound financial management; advance the organization's image; and enlist resources.

---

<sup>1</sup> As used in this report, the term "advisory board" encompasses advisory boards of directors and trustees, commissions and councils. It does not include the Board of Regents.

<sup>2</sup> *E Pluribus Unum: This Divine Paradox*, Report of the Commission on the Future of the Smithsonian Institution (Washington, D.C.: Smithsonian Institution, May 1995), p. 29.

The primary purpose of advisory boards, according to SD 123, is to provide advice, support and expertise to unit directors on the programs and operations of their units, as well as to the Board of Regents and the Secretary. Specific roles listed in SD 123 are: advocacy with public and private constituencies; advice on programmatic activities, including collections; advice on strategic and financial planning, budget and other administrative functions; participation in the selection and evaluation of the director; and fundraising. The Regents recognized a role for pan-Institutional boards, pointing out that the Smithsonian National Board provides advice, support and assistance for central Smithsonian development and business functions. Each board is to report to the Regents, through the Secretary, every two to three years on the condition of its museum or research center, and to present recommendations for its betterment. The Regents added that they might ask for oral reports at their regularly scheduled meetings.

The Regents mandated that the boards prepare bylaws, subject to approval by the Regents, that cover mission, composition, structure, titles and duties of officers and members, reporting requirements, membership recruitment and selection, and terms of service. Other matters such as meetings and financial obligations may be included in the bylaws or in other documents. The Regents commented on the selection of board members by noting that it is dependent on the purpose(s) of the boards, and they retained the right to approve all board members. SD 123 encouraged Regents to serve on one or more Smithsonian advisory boards.

Finally, the Regents said the advisory boards have an indefinite duration and may, unless established by statute or binding agreement, be disbanded should the Regents decide to do so.

In establishing advisory boards as responsible partners and calling on them to provide sound judgment and recommendations to supplement the knowledge and insights of both the Regents and the Secretary, the Regents were not abdicating their responsibility for oversight. To the contrary, they saw the advisory boards as a way to enhance their oversight and to further the strength, effectiveness and health of the Institution.

A principal challenge that the Smithsonian faces is to enhance the use of advisory boards so that they better support accomplishment of the goals of the Institution and its units. Other challenges relative to advisory boards include: their integration into the strategic policy and programmatic directions of the Smithsonian and its units without diminishing the boards' independence of thought and advice; identification of reasonable expectations for voluntary groups of individuals without governance authority; provision of adequate support, including staff resources, to the boards; and clarification of the relationships of Regents, senior central administrators and unit directors to the boards.

## **SCOPE OF THE STUDY**

The Smithsonian Institution now has over thirty advisory boards with a potential total membership of around six hundred. Despite the boards' growth in numbers and

activities, the Smithsonian has not undertaken a comprehensive look at what they do, how effectively they do it, and whether their performance can be improved. How have the boards performed their roles? Are the boards properly composed? Do they have effective leadership? Do they have adequate means for presenting their views to unit directors, the Secretary and the Board of Regents? Is there a need for revision and re-direction of the boards' roles and activities? For answers to these types of questions, the Secretary asked the Office of Policy and Analysis (OP&A) to undertake this study of the purposes and operations of Smithsonian advisory boards.

## **VARIABILITY ACROSS ADVISORY BOARDS**

The study looked at twenty-five Smithsonian advisory boards (see Appendix A).<sup>3</sup> Of those, twenty-two are associated with eighteen units (some units have more than one board) and three are pan-Institutional.

There is considerable variability across the boards, reflecting the differences in how the boards came into being, their missions, their bylaws and the entities they serve.<sup>4</sup> Federal laws created some boards, while others were created by the Regents or the Secretary, evolved from pre-existing boards of private sector predecessor organizations that the Smithsonian acquired, or were set up by existing Smithsonian advisory boards as subsidiaries to fulfill specific needs. Still others reflect partnerships of the units with non-Smithsonian organizations.

In addition to SD 123 and establishing documents, each board is governed by bylaws approved by the Regents. The bylaws also account for board differences. Their language varies as to the roles of the boards, relationships with different administrative levels of the Smithsonian, membership requirements, number of meetings and other characteristics. Of the twenty-five advisory boards reviewed, almost half the bylaws specify that the board is to serve in an advisory capacity to the unit director, the Secretary and the Regents, while the rest limit that role to advising the unit director and/or the Secretary. The advisory role can cover strategic direction, policy, collections, and programs (research, exhibitions, public programs and education), as well as administrative functions of the units. In addition to an advisory role, the bylaws of eighteen boards reference advocacy and representation at the local, national and international levels and within the Smithsonian. Several boards are to represent specific groups such as Latinos within their unit and/or the Smithsonian generally. To ensure the financial health of units and the Smithsonian, some boards are specifically charged with fundraising and related activities, although none are prohibited from enacting this role.

The bylaws establish different requirements for the structure and operations of the boards. Most have general language when it comes to board membership, but some establish specific criteria relating to ethnic composition and subject matter expertise, and occasionally the inclusion of a Regent and ex officio members, typically the Secretary,

---

<sup>3</sup> Where OP&A omitted an advisory board from the study, it was primarily for logistical reasons or because the board was undergoing major changes.

<sup>4</sup> Further detail on the characteristics of the boards can be found in Appendix B.

another central administrator and the unit director. The authorized size of the boards ranges from nine to fifty; the average is around twenty-five. The bylaws of most boards specify terms of service for members of three years and limit the number of consecutive terms to two or three; most are vague on the absolute number of terms. Most boards are to meet at least once or twice a year; some meet more often, including one that meets monthly. Although SD 123 requires that each board report on the condition of the unit through the Secretary to the Board of Regents every two or three years, half the bylaws do not mention this requirement.

## **METHODOLOGY**

OP&A initiated the study in November 2000 and completed most of the data collection by the end of September 2001. The information in this report, which is current through September 30, 2001, came from four sources:

- Documentation of the boards such as bylaws and other authorizing material, minutes of meetings, and packages of information sent to board members in advance of meetings, as well as Smithsonian policy and other materials that bear on advisory boards.
- Observation of full board and committee meetings and social events. OP&A staff observed at least one meeting of each of twenty-four boards; time constraints prevented attendance at the twenty-fifth. The study team looked at the relation of agendas to board roles and responsibilities, the schedule of the meeting, participation by board members and Smithsonian staff, and the nature of board member and Smithsonian staff interaction, including recognition of the boundary between board and unit responsibilities.
- Interviews with current and former advisory board members. OP&A staff conducted over two hundred interviews, speaking with one-third to one-half of all members of each board, including most board officers (see Appendix C for a list of the names). In a few instances where members provided consistent responses, the team interviewed less than one-third of the members.

The OP&A study team asked each member a standard set of ten questions that covered the board's roles, operations and effectiveness, the member's history with the board, and suggestions on how to improve board performance. The interviewees based many of their observations on their personal and frequently extensive experience with for-profit and non-profit boards. Many acknowledged that service on Smithsonian boards is like no other, given its federal status and the unique and complex nature of both the governance and funding of the Institution.

- About sixty interviews with unit staff and directors. Standard questions covered relations with the board, the desired roles for the board, and how board performance could be improved. The names of the unit staff and directors who were interviewed, and the people who provided data and other assistance, appear in Appendix D.

The OP&A study team did not contact members of the Smithsonian's governance Board of Regents because of the Regents' limited time. Instead, staff used SD 123 as representative of the Regents' views on advisory boards. Similarly, staff did not interview the Secretary, who provided his thoughts at the time he requested the study.

After analyzing the findings, the study team formulated conclusions and generated a number of recommendations aimed at optimizing the potential contributions of Smithsonian boards.

Because OP&A assured all interviewees of confidentiality and anonymity, the report does not contain names or references to units, organizations, specific events or interviewees. In addition, the number and diversity of the boards precluded OP&A from addressing each board individually in the report. Instead, the study team looked for key issues and common themes or points that applied across a number of boards. As such, findings and conclusions may not apply to every board or board member.

The study team thanks the many people who generously gave of their time for this study, and unit staff for their patience and perseverance in responding to requests for data.

## **ORGANIZATION OF THE REPORT**

Sections II-IV look, respectively, at advisory board roles and responsibilities; composition, structure and operations of boards; and relationships of boards to the Board of Regents, central Smithsonian administration, unit directors, and one another. Each section is divided into findings, conclusions and recommendations. Four appendices provide the names and profiles of the boards covered by the study, a summary of the characteristics of the twenty-five boards, the names of the board members who were interviewed, and the names of Smithsonian staff who were interviewed or helped OP&A with the study.

It is important at the outset of this report to establish that it would be detrimental to generate unrealistic expectations of what advisory boards can or should accomplish. Understanding the boundary that runs between governance and advice is essential to optimizing the contribution advisory boards can make to the accomplishment of the vision and goals of the Institution and its units. Similarly, it is important to be realistic about the time and resources volunteer board members can devote to work on behalf of the Smithsonian, and about the amount of resources, including staff, that units can dedicate to boards.



## II. ADVISORY BOARD ROLES AND RESPONSIBILITIES

The advisory board study focused on four questions relating to roles. Do board members and Smithsonian staff know and understand the roles of the advisory boards? Is the boundary between boards and management clearly understood and maintained? How well do the boards carry out their roles? Which board roles best serve the needs of the Smithsonian and its units?

### FINDINGS

As reported in the interviews, board members, unit directors and Smithsonian staff identified four primary roles for advisory boards:

- (1) Expert advice
- (2) Impartial sounding board
- (3) Advocacy/networking/outreach/representation
- (4) Fundraising.

With very few exceptions, board members were clear on the distinction between advisory and governance roles and responsibilities and understood that their boards are advisory, except in those limited areas where some have mandated governance authority. The board of the National Museum of the American Indian, for example, is charged with setting policy that the unit is then to carry out. Most commonly, the governance authority involves review and approval or disapproval of acquisitions for and deaccessions from collections.

While most members articulated their boards' roles in theory, they expressed confusion over what those roles meant in practice, both for the board as a whole and for them as individuals. One member said, "Until recently I had no idea of what the board is about." Across the boards, and even within the same board, there was no universal agreement about the limits of responsibility of an advisory board, the appropriate level of advice, or the relative importance of the various board roles. Many board interviewees called for clarification of board roles, goals and objectives at an operational level.

Some board interviewees questioned the meaning of an advisory role if no one listened to or acted on their advice. Further clouding the boards' roles was the Smithsonian's use of ad hoc commissions, blue ribbon panels and outside advisors, particularly in the last year, to provide strategic direction and oversight for large-scale, one-time projects within units or to provide guidance to the Institution as a whole in critical areas.

Also unclear was the weight being assigned to different board roles. Members recognized that the Smithsonian is in a time of transition that requires some rethinking and perhaps restructuring of boards: "The goals need to be re-established with each board member so they understand what their roles are. And if the roles are different from the

philosophy of board members, they should step off the board.” A number of board interviewees were concerned, however, over what they saw as a Smithsonian-wide shift toward using the boards primarily for fundraising. While acknowledging fundraising as a legitimate and important function, a great many interviewees emphasized a desire for substantive involvement with the affairs of their unit in addition to fundraising. One commented, “People think they have more to contribute to this institution than just their dollars. They have their ideas, their willingness to spend time.”

Board members also realized that roles change over time, based on circumstances in the external environment and the life cycle of the broader Smithsonian, its units and the boards themselves. One board member described an ongoing transition within his board toward one that “can help with management and fundraising, rather than be an intellectual support group.” Boards have a tendency to step into vacuums created by weak organizational leadership or to get more substantively involved when a unit is planning or undergoing significant changes. They change in response to the style and preferences of the unit director, and there is always a period of transition in board relationships when the unit gets a new director.

Another point made by many board interviewees is the importance of not standardizing the boards. Each unit is unique and requires a distinct board. Of necessity, art museum boards are heavily involved with collections advice. The board of trustees of the National Museum of the American Indian handles repatriation decisions, and the boards of the science units tend to emphasize programmatic advice.

Unit directors expressed differing views on what they wanted from their boards. The majority agreed with a strong fundraising role, but many also saw real value in boards as advisors, sounding boards, and advocates in the broad sense of promoting the unit, raising awareness, and establishing connections. One director emphasized that “the board of a museum is one of a director’s best routes to betterment of the museum—financial, programmatic, advisory, etc. Boards can really do something. They should be strengthened. It would be helpful to the Smithsonian as a whole.” Another director, when asked to quantify the time spent on board matters, replied, “how can you count the times I call and ask for advice?” A third wanted “practical ideas for inventive solutions for solving problems or making progress in what we do.”

### **EXPERT ADVICE**

Board interviewees believed strongly that the board membership collectively embodied expertise and experience in a range of disciplines; the management and administration of organizations in the corporate, nonprofit and public sectors; and museum operations. They wanted to make that experience and expertise available to the Smithsonian and the units. However, members of a number of boards emphasized that their unit’s senior management did not listen adequately to their advice or ask for input until after it had made the decision. One member commented that “if [the unit] is to continue to attract high-power individuals, it will have to give them some meat to chew on. [The unit] should solicit advice before making decisions.”

Board members understood that they were to address their advice at the broad strategic level of unit goals, plans, programs, and management and administration. As one member described the function, “We look at the big picture, policy direction and goals; [the] strategic function is writ large.” For the most part, staff who were interviewed did not believe that the boards involve themselves inappropriately in day-to-day management and administration.

Other themes concerning the expert advice role of boards emerged from the interviews with board members and are categorized below under strategy, collections, programs, and management and administration.

### *COLLECTIONS*

Over half of the boards, particularly those serving art museums, had a major role in collections planning and development. As called for in their bylaws, they reviewed and approved or disapproved proposed acquisitions and deaccessions. It was not uncommon, however, to hear interviewees characterize the process as “rubber-stamping.” Many members also spoke of providing strategic input on collections and helping build them: “We take it very seriously that we have to not only give advice but find collections.” Members thought they offered collectors’ perspectives and expertise; they saw themselves as “better tuned into the various markets” and able to advise on the value of possible acquisitions. Over time, a number of boards have delegated some of their authority for acquisitions to the director. Generally, the director may acquire objects whose individual and/or aggregate cost does not exceed a set annual dollar limit and must report on them to the full board. Not all unit boards were active with collections; those of the science units especially did not see collections as their responsibility.

### *PROGRAMS*

About two-thirds of the boards are specifically charged with providing advice in programmatic areas (public programs, research, exhibitions and education), and in one case the board has a governance role with respect to exhibitions. Many members were selected because of their background and expertise in the subject matter of their units, as well as in such areas as communications, information technology and marketing that are critical to reaching Smithsonian audiences. Members were also selected for their status within certain disciplines. Most members interviewed believed that programmatic advice was appropriate at the strategic, conceptual level but not the operational level. They described a process in which, for example, they provided input on exhibition concepts and themes but not on the details. As one interviewee explained, “Impetus comes from staff. The board sorts out priorities, tone, and timing.” Many interviewees referred to the ability of boards to generate good ideas. They also saw themselves providing an important external viewpoint that at times helped avert potential controversies. Finally, they played a role in raising money for specific programmatic projects.

**MANAGEMENT AND ADMINISTRATION**

Few interviewees talked of a *policy* role except where the bylaws call for policymaking. Otherwise, as one member explained, “The board helps develop policy, but the board does not set policy.”

Almost all members recognized that they had only a cursory advisory role with respect to *budgets and finances* even where the board is charged with financial oversight. In part the reason is limits imposed by board bylaws on a role in financial administration. A significant number of interviewees, however, also complained that the central Smithsonian financial system does not provide timely or useful financial information. Members of several boards spoke of spending considerable time working with staff to develop a usable format for financial information for the board. Interviewees also noted that the preponderance of federal dollars in unit budgets leaves little room to affect the budgets.

With respect to personnel matters, members recognized that decisions on hiring, firing, and compensation of Smithsonian staff are the responsibility of senior central and unit managers and the Board of Regents. SD 123 specifically gives the boards an advisory role in the selection and evaluation of directors, and the central administration includes a few board members on Smithsonian selection teams. Board interviewees generally did not discuss a role pertaining to oversight and dismissal of directors. Some boards have also become involved in the establishment of unit development offices and the hiring of a development officer. Finally, the Smithsonian National Board for Latino Initiatives advises on the status of Latino employment throughout the Smithsonian, including the number of Latino experts in different disciplines.

Board advice in *other areas of management and administration* appears to be a function of the needs of the units at a particular time and the expertise available on the boards. A common area of involvement recently has been information technology; a number of boards have set up committees to advise on infrastructure and electronic access to collections. Other units have used board expertise in marketing, public relations, facilities and security.

Some interviewees thought that in addition to providing input on strategic directions and broad policies, the boards should review and advise on whether the unit is carrying them out—the boards “should do overall reviews of the programs and activities of [the units] and formulate good, solid plans.” Interviewees of most boards were clear, however, that they have no *oversight* role and no “teeth.” In a few instances the bylaws do assign a board a non-governance oversight role. The board of the National Museum of the American Indian, for example, is to assess whether the unit is carrying out the policies set by the board.

## **SOUNDING BOARD**

When asked about their roles, members most frequently said that their board's key responsibility is to be a good sounding board for the unit director. The board derives authority from its stature as a body of well-respected individuals. It can provide objective, outside perspectives, both technical (that is, subject-matter related) and political; it offers a reality check. For example, the board can vet a unit's strategic direction and proposed changes and advise on potential stakeholder reactions and ways to minimize negative fallout. Boards balance the advice directors get internally and offer an element of public accountability. As one member put it, "Input from the various constituencies is essential to [the unit's] survival. Otherwise, it can become inwardly turned and narrow." The three pan-Institutional boards serve as sounding boards to the Institution at large.

Most directors who were interviewed said that they valued having a sounding board. As one noted, "if you have a strong board, with very distinguished members, even if they just listen, review, and offer suggestions—you have more confidence in your own instincts." Another said, "I need them as a reality check on some of the proposals." A few, however, saw no need for the boards to play this role.

## **ADVOCACY, NETWORKING, OUTREACH AND REPRESENTATION**

Virtually every unit board member interviewed stated that a fundamental role is to help build strong, positive relationships between their unit and key constituencies outside the unit—the general public; specific communities, including ethnic/cultural, geographic and disciplinary; donors, both individuals and organizations; government, both executive and legislative; and central Smithsonian administration. Board members, particularly those who were subject-matter specialists, saw themselves as a bridge between the substantive subject-matter areas of the units and those groups outside of the museum with similar interests. One member stated that "Another function is to have a connection between the museum and the...research and scholarly [subject-matter] world."

Interviewees saw themselves as emissaries for both their units and the broader Smithsonian: "the Board should be 'long and loud' and be supportive and be real advocates for the units and for the Smithsonian more broadly." Several members believed, for example, that the public needed to be made aware that even though the Smithsonian is a federal entity, it still requires resources for its programs.

The vast majority of interviewees used the terms advocacy, networking, outreach, and representation interchangeably to describe a range of activities such as attending museum-hosted events in Washington and their local communities, hosting receptions for potential contributors at their homes, arranging benefit evenings, and active lobbying on behalf of their units. Many board members recognized a link between the geographic composition of the board and outreach. As one interviewee said, board members "should be used as 'ambassadors' regionally and host receptions at their homes once a year. They

need to network regionally...They need to begin to build a strong national network of involved people, not just board members.”

Many members thought the boards needed to do more outreach. Several wanted the boards to be more aggressive in setting up contacts in different parts of the country and to help museum staff meet people locally. One member commented that “If the board does what Secretary Small wants and moves out of D.C. and into the rest of the country, it will be less insular. Most of the members live in D.C. There is an inside-the-beltway mentality.” Some members saw themselves as representing certain population groups, organizations or communities within the units and/or the Smithsonian, along with contributing in other ways.

Some interviewees saw the board serving as a buffer between the unit and the external environment; they believed the board should mobilize against perceived threats to its unit. “Part of the role of the board, if it is well connected, is that it can be a public buffer...it can protect the museum against external pressures and criticism,” one interviewee said. Members talked about making use of their political connections—“I spent a lot of time a year ago talking with friends of mine in Congress...No one asked me to do that; I just did it.” A few board interviewees thought the boards did not use their connections enough; as one said, “Most members know more than one congressman or senator. That’s a primary use of the board that has not occurred.” One interviewee, however, called for caution when engaging in this type of advocacy role—“when you think things are going very wrong and you reach to the *Times* or the *Post*, I think that carries a heavy responsibility and should only be done when you feel that there is a crisis that can only be handled by public disclosure.”

Most board interviewees described advocacy, networking, outreach and representation as occurring largely at the initiative of individual members. Some interviewees thought that this board role was better undertaken with planning and help from the units and the board itself. A number of people brought up the need for better information and materials to support external relations. They complained, for example, that they did not get enough timely information on Smithsonian events in their communities. One person thought board members would do more “if we’re invited and we have the materials.”

Not all members believed they had the know-how to be good advocates. Some hesitated to become active without training in advocacy and outreach. One member stated that “Very few people on the committee understand how to promote anything,” and another said, “I have no clear thoughts on how to do it.”

A number of the directors interviewed for the study saw an advocacy role for boards, to be played both within the Smithsonian and externally. They identified the board’s connections with outside organizations as a particular asset. One director commented, “from ambassadorial relationships, wallets will follow,” and another voiced the same opinion with respect to future collections.

## **FUNDRAISING**

The vast majority of the members interviewed in the study recognized and accepted that fundraising is a key responsibility, particularly in the current environment of small or no increases in federal funding and more reliance on private philanthropy and earned income. Members also were aware of the increasing necessity to ask board members for an annual contribution. They emphasized, however, that the boards should make the expectation for personal giving clear, for example, inform new members “up-front what the costs are going to be.”

At the same time, as noted, a large number of interviewees said that they wanted to do more than just fundraise. They also recognized that fundraising may not be an appropriate role for every member. Individuals selected primarily to provide advice because of their academic or technical knowledge or backgrounds might be exempted. However, some interviewees thought that only individuals willing to contribute personally and engage in fundraising should be nominated for board membership. Those members most resistant to fundraising generally joined the boards without an expectation of that role or after having explicitly said they would not fundraise.

Some board members expressed concern about their fundraising skills. Members of only five boards receive training. One museum devoted an entire meeting to fundraising strategies and skills and assigned members specific prospects. The board liaison said recently that although the training had not yet led to major gifts, several of the prospects contacted with board assistance appeared close to making contributions. In addition, the members were now more willing to work with the unit’s fundraising department in contacting prospects.

As noted, almost all the directors who were interviewed tended to emphasize the fundraising role but saw boards as having multiple roles. One director, however, said they should “give us money. That’s a simple answer. I can’t think of what other purpose they could possibly serve.”

### ***FUNDRAISING ACTIVITIES***

Board members involved themselves in fundraising through personal monetary contributions (“give”); active solicitation of others to contribute (“get”); support for museum staff in soliciting potential contributors (“assist in get”); and in-kind contributions, such as pro bono services and donations of objects to unit collections. The study team only obtained systematic data on “give” because few units collect information on the other three types of involvement.

Nineteen of the boards in the study were actively engaged in fundraising, while six did not as a consequence of board missions and the nature of their membership. For example, the National Air and Space Museum Advisory Board, one of the museum’s two boards, is composed of senior government officials and presidential appointees who cannot fundraise in their official capacity.

**PERSONAL GIVING.** At the time of this study, the bylaws of fifteen boards specifically mentioned member contributions; of those, eight had adopted a suggested giving amount. Two boards whose bylaws do not mention member giving have also chosen to suggest an amount. The largest suggested gift, adopted recently by one board, was \$25,000. The smallest suggested gift was \$500. Board members acknowledged \$500 is a largely symbolic amount, but it allows everyone to give, and a show of strong board participation and support bolsters unit fundraising. Other amounts suggested by boards included \$10,000, \$5,000 and \$2,500.

The suggested giving amounts were seen as minimum contributions. Many board members contributed additional amounts, generally for specific projects or activities. One board member hoped that members would commit to “six figures” annually and go over “seven figures” by the end of their board terms.

Of the nineteen boards engaged in fundraising, the total amount contributed by individual members in FY2001 was \$28.5 million, including pledges made by board members for that year but not yet received by the unit. That total amount is slightly lower than the \$29.8 million contributed in FY2000. Of that \$28.5 million, 91 percent was given by only 9 percent of the individuals on the boards. This pattern was true even for those boards that perceived themselves to have a strong fundraising role. Collectively, the personal donations by members of six boards were higher in FY2001 than in FY2000, were lower for nine boards, and were relatively constant for four boards. In both FY2000 and FY2001, members of only five boards collectively gave \$1 million or more.

As indicated, personal giving was not spread uniformly across board members; only a few individuals accounted for the funds raised this way. For ten boards, a single member accounted for 50 percent of total member contributions in FY2001. For an additional four boards, one or two members accounted for at least 50 percent of all contributions. For eight boards, the two largest contributions accounted for over 80 percent of total board donations, and for two boards the figure was around 70 percent. The pattern was similar in FY2000.

Some members saw in-kind gifts as an acceptable alternative to cash. As one collector said, “Board members should contribute financially—my way has been donating works of art, giving the museum major pieces from my collection.” A member of one board routinely plays at benefit concerts. Other members noted that they paid for their networking activities (such as receptions and dinners at their homes prior to board meetings or for purposes of networking), and one member had his company print brochures and pamphlets for several exhibition openings at no charge. OP&A was not able to determine the value of in-kind contributions.

**FUNDRAISING FROM OTHER SOURCES.** Some board members assisted in fundraising from foundations, corporations and individuals, either directly (“get”) or by assisting the units (“assist in get”). For example, one long-time board member and former chair facilitated a multi-million dollar grant for the unit from a foundation with which the

member was associated. The amount of money raised through these fundraising activities is difficult to determine accurately and consistently across boards. The development offices of only fourteen units track funds raised directly by board members (“get”), and very few offices track contributions procured with the assistance of board members (“assist in get”). For these reasons, OP&A did not quantify the amounts raised in these ways.

### ***BOARD FUNDRAISING STRUCTURES***

Fourteen boards have established fundraising or development committees. A senior manager at a Smithsonian museum sounded a caveat, however. He noted that a fundraising committee is most effective after all the board members have committed to being fundraisers. Otherwise, the board members will delegate their responsibilities to the committee.

On a limited number of occasions, a board or unit may create a subsidiary board or entity to increase its fundraising capacity. Once the fundraising goals are met, the parent board or unit often disbands the subsidiary entity or rewrites its mission and fundraising goals. The National Board of the National Air and Space Museum, the museum’s second board, is a subsidiary board created to raise funds for the Dulles Center. Currently, there is discussion about expanding the role and responsibilities of the museum’s National Board beyond that single purpose.

### ***ADMINISTRATIVE SUPPORT FOR BOARD FUNDRAISING***

Development offices within the units and the central administration provide administrative support for unit and pan-Institutional board fundraising. Data are not available on the extent of the support, both unit staff and dollars, provided to board members specifically for fundraising. With respect to out-of-pocket expenses for all advisory board activities, the units indicated that they are relatively low and gave a figure for FY 2001 of \$405,131. Of that amount, however, one-third, or \$135,800, was expended for the Smithsonian National Board, a large group that can have up to fifty members. The board’s meetings run two to three days, and in FY2001 one of the three meetings was held in Panama at the Smithsonian Tropical Research Institute. A more typical figure for the National Board is the \$47,455 spent in FY2000. The units did not provide estimates of the amount of staff time spent on boards and its dollar value.

OP&A conducted a previous study of the support costs of eight Smithsonian advisory boards, exclusive of the cost of staff time. The study determined that food, travel and lodging for board members accounted for two-thirds of the total cost of supporting board members in FY2000.<sup>1</sup> Food, travel and lodging for Smithsonian staff providing support to members during and between meetings accounted for an additional one-seventh. The remaining percentage went for materials and equipment for board meetings.

---

<sup>1</sup> Not all boards cover the cost of food, travel and lodging of members.

### THREE ADDITIONAL BOARD ROLES

In considering the responses of some board members to questions about roles and reviewing the minutes of board meetings and other board documentation, the study team identified three additional roles that advisory boards play but that are not well-articulated. Only a few interviewees touched on them, and then only in passing. One is spelled out in SD 123—to assist the Regents with their oversight responsibility. In calling for this role, the Regents did not intend that the boards exercise oversight in a governance sense. Rather, they were to serve in a specific and limited capacity as the eyes and ears of the Regents (see also Section V for further discussion of this role).

A second additional role has emerged in response to the circumstances of the last two years, as the Smithsonian has moved to redirect its energies toward new goals, priorities and strategies. Change is always difficult, particularly when it impinges on strong cultures, time-honored ways of doing business, and traditional programming and activities. At this time of transition, some boards and board members have tried to serve as *facilitators of change* at a strategic level. They have helped to facilitate the unit's adjustment to change by bringing to bear a broader and more objective outside perspective and by exercising leadership in finding common ground between those tied to the status quo and those committed to moving forward.

The third additional role is that of *public conscience*. It involves assessing the extent to which the Smithsonian and its units are meeting their responsibility to serve as national resources for a diverse American public. It also involves identifying areas in which the Smithsonian might take a leadership role by posing questions and providing information and experiences that can lead the country to new knowledge and a better understanding of itself.

## CONCLUSIONS

### BOARD ROLES

Boards of the Smithsonian other than the Regents are advisory in nature, although a small number have some governance responsibility in narrowly prescribed areas. The interviews made clear that members understood the distinction between their advisory, the Regents' governance, and the units' management roles and for the most part accepted their advisory capacity. With the exception of a few individual members, the boards appropriately operated at policy, strategic and conceptual levels and avoided involvement in day-to-day operations.

To the roles most often identified by advisory board members—expert advisor, sounding board, advocate/representative/networker, and fundraiser—OP&A adds three more: advisory oversight on behalf of the Regents, facilitator of change, and public conscience. Each of these seven roles is appropriate. Across boards the scope of each role, and the balance among them, differ because of differences in the missions and nature of each unit

and the style and preferences of unit directors and central Smithsonian administrators. As the board members themselves recognized, the current Secretary is emphasizing a strong fundraising role for Smithsonian boards. To accommodate that emphasis, many boards will need to readjust the balance among their roles and perhaps even to alter their composition, structure and operations. The proper balance and prudent exercise of each of role will help the units move forward in a positive direction.

Standing boards generally do not have the capacity to assist with large-scale, one-time projects, and under such circumstances ad hoc advisors such as blue ribbon panels are necessary. The standing advisory boards can still, however, serve as one resource of the advisory entity. However, if the relationship between ad hoc advisors and standing boards is not made clear, confusion over the boards' role can result. Procedures are needed that provide for the boards to serve as resources to the ad hoc advisors and that establish regular communications between them.

### **BOARD PERFORMANCE**

OP&A does not believe that most boards are performing as effectively as they might. Some of the reasons presented below are discussed in greater detail in subsequent sections but also warrant mention here.

- Historically, the boards have not been expected or asked to perform every role, particularly fundraising, nor has the Smithsonian culture placed value on advisory boards. There is no widespread understanding of how boards can advance the Smithsonian and units' missions, and some unit directors do not perceive the potential value added of their boards. OP&A believes, however, that the boards can provide an impressive wealth of experience and expertise in a range of disciplines and technical areas, as well as management, administration, fundraising, and board operations. They offer extensive networks of connections to people, places and organizations throughout the country and abroad and are well-positioned to advocate, represent and generate support. Most members have agreed to serve on the boards because of a sincere and deep appreciation for the Smithsonian and its units and their role in our national life.
- Even if the boards are clear on their roles at a general level, they are not clear on how to translate them into practice. Few boards and units have developed a strategy of meaningful engagement (such as outreach, entrepreneurial initiatives, fundraising, and forging of partnerships), and they have not put into place the mechanisms necessary for boards and their individual members to be productive. Foremost among them are:
  - Clarification and definition of board roles. What constitutes appropriate advice? What activities are involved in advocacy, networking, outreach and representation? What are the boundaries between board and management? How can the units involve boards appropriately?
  - The setting of annual goals, objectives, targets, and defined activities for the boards—in effect, an annual board plan—worked out collaboratively

by the board and unit. In developing plans for the boards, SD 123 provides useful guidance on the expectations of the Board of Regents.

- A system for regular communication and sharing of information, based on mutual trust, which is essential to a strong working relationship between boards and units.
- Adequate staff support and materials tailored to the activities of the board, such as tracking systems, rapid responses to inquiries by board members and periodic board surveys.

## **FUNDRAISING**

The emphasis on fundraising by boards is understandable and necessary. Of all the board roles, however, fundraising has been the least well executed by many boards. That said, it is important to make clear that the primary responsibility for fundraising rests with the units and the central Smithsonian administration. The fundraising role of boards is to support the units and the Smithsonian as a whole. The direction and leadership for fundraising must come from the units and Smithsonian if board efforts are to align with Smithsonian and unit goals and priorities. The units and the Smithsonian must also provide the logistical support board members need to be effective fundraisers.

To some extent the reason the boards have lagged at fundraising is historical: in the past the Smithsonian did not look to the boards for extensive fundraising, either through individual donations or through solicitation of funds from other sources. Board members were not selected to emphasize a strong fundraising capacity. The interviews show that most board members are willing and able to play a productive fundraising role, although it must be balanced with the other board roles.

A second reason the boards do not have a better fundraising record is that logistical and administrative support has been inadequate. The units need to provide:

- A strong development infrastructure that works closely with the boards in what must be a cooperative endeavor. Boards successfully engaged in fundraising require staff support, case statements and background materials on prospective contacts.
- Annual board plans that include fundraising targets and strategies. The requirement for personal donations by board members at a certain level clarifies expectations and establishes the market “value” of a board seat that can be important in attracting board members of substantial means. Boards will likely have members who are not able to contribute at that level, but all should contribute something according to their means, as a 100-percent give rate is evidence of a committed board.
- Mechanisms to determine the level of fundraising more comprehensively. Setting of fundraising targets will require that the units be able to determine more systematically the amounts of funds that boards have raise.

The boards themselves, in selecting new members, need to pay attention to the fundraising function and to establish strong development committees with appropriate membership. Training in fundraising can increase the comfort level and abilities of board members.

## RECOMMENDATIONS

1. Each board should, in concert with the unit director and senior staff, clarify the responsibilities of board members with respect to the board's advisory roles, identify the order of priority among the roles, determine appropriate levels of engagement, establish relevant committees associated with the enactment of certain roles, and set appropriate boundaries between board and unit business. The primary roles are to:
  - Provide expert advice;
  - Serve as sounding board;
  - Engage in advocacy, networking, outreach and representation;
  - Participate in fundraising;
  - Serve in an advisory oversight capacity for the Regents as specified in SD 123;
  - Facilitate change;
  - Be the public conscience.

Some boards must also carry out governance responsibilities in defined areas.
2. To strengthen its advocacy, networking, outreach and representation role, each board should:
  - Include members with varying geographic, institutional, and community links;
  - Define the activities and establish annual outreach and representational targets;
  - Coordinate with and utilize resources available through other unit and pan-Institutional boards where appropriate.
3. To strengthen its fundraising role, each board should:
  - Include members with both personal resources and/or access to resources;
  - Establish annual fundraising targets and strategies, including a recommended amount for member gifts;
  - Provide fundraising training for members, as needed; and
  - Receive support from the units (utilization of development staff, preparation of case statements and related information, identification of fundraising leads, and awareness of ethical standards regarding fundraising).

4. Each board should develop, in consultation with the unit director and senior staff, an annual plan that sets forth

- Attainable goals for each of the board's primary roles;
- Strategies for achieving those goals and specific activities for the current fiscal year;
- Assignment of specific responsibilities to board committees; and
- Criteria by which to assess the board's performance and procedures for evaluating board performance on an annual basis.

### III. COMPOSITION, STRUCTURE AND OPERATIONS

The focus of this section is on the membership of the boards, how they are structured, and how they carry out their work. Does the composition of the boards support the enactment of their roles and responsibilities? Does the boards' structure impede or support their work? Do their operations—such as board meetings, use of committees and staff support—further or detract from their performance? What would enable them to become more productive?

#### FINDINGS

##### COMPOSITION

The study team analyzed the characteristics of the membership of the twenty-five boards in the study as of September 30, 2001, looking at such features as gender, age, geographic distribution, ethnic diversity, and professional background and experience.<sup>1</sup>

- *Gender.* Two-thirds of board members were men. Only nine boards had or approached gender parity (defined as more than 40 percent women). Two of the pan-Institutional boards had a particularly disproportionate number of men.
- *Age.* Approximately three-fourths of board members were forty to sixty-four years old; the remaining fourth were sixty-five years or older.
- *Geographic distribution.* About three-fifths of the board members lived in the northeast (28 percent) and mid-Atlantic (33 percent) regions. Residents of New York City comprised the majority of northeast members, while residents of the Washington, D.C. area made up most of the mid-Atlantic membership. Another 36 percent came from elsewhere in the United States, and 3 percent came from outside the United States. The geographic distribution by individual board was quite similar to this overall pattern.
- *Professional background.* Over 40 percent of the members had careers in the business, finance or corporate worlds, generally holding high managerial or chief executive officer positions. Slightly less than 15 percent of the members held academic positions. Of those academic members, all were prominent in their respective fields; most were tenured faculty, and many held administrative positions. Another 10 percent of members were physicians and lawyers. Somewhat less than 10 percent came from the arts world, and an equal number from the print and broadcast media. A smaller group, predominantly women, described themselves as “volunteers” with the time and resources to devote to board activities. A few members had held political

---

<sup>1</sup> The analysis below of the gender, age, geographic and professional distribution of board membership is based on all board members as of September 30, 2001, and not just those interviewed by the OP&A study team.

office; a few were foundation executives, real-estate developers, and educators. Relative to this pattern of experience and occupations across all boards, the membership of individual boards tended to be more homogeneous. For example, several were more heavily academic and had very few individuals from the business and finance worlds.

Based on the interviews, almost all board members had previous board experience and were currently serving on at least one other board. While cultural institutions certainly ranked high among the members' non-Smithsonian board activities, many were active on the boards of non-profit religious, health and educational organizations and/or corporations.

Interviewees were asked about criteria for board membership. At the most general level, they related the criteria to the roles and responsibilities of the board and often emphasized the importance of a strong interest in the mission of the unit or the Smithsonian. Some talked of a passion for place and subject. At a more specific level, most members recognized the need to recruit individuals with financial means. Consistently, interviewees thought that new members should have "deep pockets," wealthy friends and a network of donor prospects. Many expressed the sentiment of one member that "This board needs to have big businessmen who can pull in their favorites for support and understand that we are now looking for seven figures from people." Even on boards with more academic orientations, interviewees recognized the need to add some members with financial resources. One person cautioned, however, that "If we want to start adding people who can perform another function, like fundraising, they should still be people with the same kind of values or quality."

Interviewees did not often mention racial or ethnic diversity as a criterion, and those who did were mainly members of racial/ethnic groups. One interviewee said that "[the director] was interested in having a board that reflected more of America, and that my contribution was to perhaps bring the Asian perspective to the board." Some members defined diversity in broad terms—"I think I want to try to get diversity in terms of ability and experiences—not just race or ethnicity." Another member said, "I would diversify the membership—Spanish, Blacks, Asians, academics, different types of artists—you would want someone into modern art, not just into their own art."

Some members expressed concern about a lack of geographic diversity. They believed it limited advocacy and outreach and contributed to a parochial perspective. As one member said, "We could add some board members, especially from the middle west and west. There are none from the west coast. That would broaden the outlook."

The inclusion of international members is understandably quite rare, not least because of the travel requirements. Members of boards with international members saw value in their participation. "It is brilliant to include all these people from foreign countries," one member observed.

Almost every board included members who had been selected because of their professional expertise in an area related to that of the organization. Some boards had a tradition of individuals from specific fields of endeavor or program areas. One person said, “I’m delighted that [the scholar] is on the board, and I want to see a few more slots like that. The scholar always says ‘Is this the best? How would it enhance the collection, etc.?’” Many of the subject matter experts believed they had a special responsibility and that their presence on the boards enhanced the board’s visibility, credibility and acceptance by staff.

### **REASONS FOR SERVING**

Many interviewees thought that it was an honor to serve on a Smithsonian board and expressed strong commitment to their boards. In describing the members of one art museum board, an interviewee commented, “They all have a sense of loyalty and a healthy sense of competition with other places.”

Patriotism is one reason for choosing to serve on Smithsonian boards. For some individuals, participation was their way of “giving back” to the country; for others, it was a special way of celebrating America, an “elegant patriotism.” One person enthusiastically spoke of “a desire to help the nation. This is a national museum, representing the men and women who have made the country great...” A significant number recalled very positive childhood visits to the Smithsonian and wanted to help ensure that others would be able to have similar experiences. Some members chose to serve for reasons of diversity and inclusiveness, for example, on the board that represents the interests of Latinos. Personal motives influenced some members’ decisions to join a board: they wanted to learn about certain topics, meet friends, develop skills, engage in social activities and take part in interesting dialogue.

### **THE RECRUITMENT AND NOMINATION PROCESS**

Interviewees described a recruitment and approval process that was somewhat informal and usually resulted in pro forma approval of candidates to be forwarded to the Regents. Personal friendships clearly played an important role. As one person said, “I suggested [name]—but that’s kind of an old-boy thing because all four of us are working on a project.” A number of interviewees criticized the nominating committees for not following established procedures. For example, one member observed, “Over the years, my feeling is that my major input is knowledge of people in the United States and around the world who could be good board members...However, this has fallen on deaf ears. There are lame reasons, like that they asked someone in their hometown.” Some members came onto the board as an outgrowth of prior personal involvement with the unit. In many instances the directors were very involved in shaping the composition of the board; in a few instances, the board thought it should select its members independent of the director.

The bylaws of almost every board allow for nonmembers to serve on committees. In some cases, individuals were asked to serve on committees so that they would have a

chance to see what the board was like, and vice-versa. For some boards, the committees are a way to pull people in who are not yet ready financially to be on the board, such as young people. One board makes use of an adjunct entity—a trustees council—to prepare prospective members for future board service; individuals on the council participate much as regular members do except that they cannot vote.

That same board keeps members whose terms have expired involved by moving them onto the trustees council until their year off the board is over and they can return as full members. Another board had a category of honorary member for those individuals whose service has been exceptionally valuable and whose term has expired. Very few members commented on problems caused by continued participation of former board members.

Several directors who were interviewed commented on the importance of the nomination process. One said, “I have also developed a checklist so that the nominating committee does not go off on tangents with friends and people they have some sort of obligation to. That’s another aspect where boards go awry.” A director who had a strong role in picking the board members commented that relations with the board were excellent because “they are handpicked individuals, each selected because they believe in us and share our dedication, and they understand the changing environment.” Another director commented on the need to be able to adapt the membership to new circumstances—“This is one reason I think that boards should never be filled to capacity, so that there is some room to maneuver.”

## **STRUCTURE**

The review of board structure focused on four features—size, terms of service, committees, and administrative line to the entity the advisory boards serve—and whether these features support the ability of the boards to carry out their roles.

Overall, board members did not see the board’s size as a significant problem. Many interviewees stated, however, that it is difficult to comment on size in the abstract because “the matter of size goes back to the matter of roles.” A large board works well for fundraising and less well for roles that require decisionmaking or consensus. While small boards generally have a greater sense of ownership and tend to reach agreement more easily, they may lack the diversity of background and experience to address certain issues, and individuals may be asked to take on too much. Large boards typically create committees to carry out the substantive work. In light of the current emphasis on fundraising, several advisory boards have increased or were intending to increase their membership. Unlike the board members, unit staff found that large boards generated significant demands on staff and other resources and posed complex communications requirements. One director said that board members improperly asked staff to do errands such as purchasing tickets and making reservations for non-board matters.

To some extent the use of committees or smaller groups can mitigate the difficulties posed by a large board. The bylaws of most boards require certain standing committees,

most often nominating (seventeen boards) and executive (fourteen), followed by finance/budget and collections (six each). Almost all boards have established additional committees, most frequently exhibitions, public programs, financial oversight, and development.

The size of the committees varied substantially. The executive committee of several boards had only three members, while others included the board officers, committee chairs and ex officio members. Collections committees tended to be large, and one listed seventeen members. Eighteen boards are authorized to invite non-board members to serve on committees that do not deal with internal governance (such as nominating), and a number of committees included non-board members.

Of those board interviewees who commented on their board's committee systems, a significant number stated that the committees did not necessarily reflect the needs or operations of the units. In the last year or so, the roles and structures of committees have received far more attention, as boards and unit directors have begun to look critically at board performance and how it can be strengthened. A number of boards have begun to restructure their committee systems. In at least two instances, the unit director has been a driving force behind decisions to establish certain committees.

The bylaws of most boards limit the number of consecutive terms that a member can serve, and some have a limit on the total number of terms, although a review of the bylaws shows considerable ambiguity on the latter point. Based on the comments of a few interviewees who mentioned term limits, some boards tended to ignore them and to return members to the board automatically after their time off the board. Of those members who commented on term limits, several stated that their board should do a better job of observing the overall term limit and should not automatically return members after their year off.

Some bylaws refer to the length of the term of officers but not to a maximum number of terms. Almost no interviewees mentioned term limits for officers, committee chairs or committee members. In general it is considered best practice to limit those terms as well and to have members rotate off committees after a certain number of years.

## **BOARD OPERATIONS**

OP&A looked at how boards carry out their work. How familiar are members with their individual roles and responsibilities? Are they well-utilized? Are board meetings productive, and what is the extent and effectiveness of board activity between meetings? How effectively do boards use their committees? Do the boards receive adequate logistical support from their units? Is there a positive balance between the resources that the units expend to support their boards and the boards' productivity?

### ***ORIENTATION***

Almost all the bylaws are silent on member orientation. Only a few boards provided a formal, in-person orientation for new members, generally at the time of the board meeting. Typically, the orientation for incoming members included a brief overview of the board and its mission; a notebook with information on the board, the unit and the Smithsonian; a tour of the unit's facilities; and conversations with current, and sometimes former, board members and senior unit staff. Those boards that held a formal orientation generally also provided continuing education for board members.

Many of the comments of interviewees suggested that they had received little, if any, formal orientation about their service on the board; a substantial number said that at the time they joined the board, they had no clear understanding of what they were expected to do and lacked sufficient information about the Smithsonian in general and where their unit fit within the larger institution. Most interviewees said they got their information through informal discussions with other board members, including at the time of recruitment; "on the job" training; and individual initiative that included reviews of board minutes, bylaws and packages of information provided to board members. Among the suggestions of board members were: a clear definition of the board's mission and members' responsibilities; more information from past meetings; and an informal first meeting for new members only, with an opportunity to meet senior staff.

### ***CONDUCTING BUSINESS***

Based on the interviews and board documentation, most formal board work took place at the regular meetings of the full board and, to a lesser extent, through committee meetings typically held in conjunction with the full board meetings. However, some board members were in frequent contact with the unit director and senior staff or senior central administrators. Usually those members were the board chairs, committee chairs or others who had good personal relationships with the directors or senior Smithsonian staff.

Opinions about the frequency of the regular board meetings varied, but more interviewees than not thought that, to be effective, the boards needed to meet more often. As one member said, "the board meets only two times a year; that is not enough for an engaged advisory group...Some work needs to be done by telephone." Only a few interviewees stated that their boards met too often. Similarly, the majority of members who commented on the length of meetings—ranging from two hours to three days (exclusive of travel time)—said that the length of meetings was too short to cover the agenda items adequately, particularly if there was to be useful discussion. In the case of the longer board meetings, generally the committees met one or more days before the full board meeting.

At least one meeting per year of each board took place at the board's unit, a requirement in the bylaws of a number of boards. Some boards held other meetings at different locations around the country. A few interviewees said that more meetings should be held away from the east coast for reasons of outreach and convenience to non-east-coast

members. To accommodate members residing far from Washington, a number of boards permitted participation by telephone.

Review of the board minutes indicates that the boards, with one exception, had quorums at their meetings. Most of the bylaws address absenteeism, and there was discussion at several board meetings that members who regularly failed to attend should step down. The key reasons for non-attendance were the time required for travel by non-east-coast members, occasionally the cost of the trip, and a presumed lack of interest.

Usually a member of the senior Smithsonian administration or a representative, the unit director, and senior staff of programmatic and development departments/offices attended the meetings. The OP&A study team observed considerable interaction between boards and staff, and a number of interviewees thought the participation of staff at the meetings was valuable. At some meetings, however, the OP&A observer noted that a number of staff who played no role or were only needed for a short period stayed for the whole meeting. Staff were also involved with the committees, sometimes quite substantially, as in the case of collections committees.

In general the unit director and senior managers prepared the agenda for the board meetings, with review and input by the board chair. The staff typically sent the agenda and back-up documentation to the board members at least two weeks before the meetings. Interviewees of most boards said they got their materials sufficiently in advance, but in the case of some boards there were complaints that the packages of materials arrived too close to the meeting date.

Based on a review of agendas and board minutes and on comments by board members, meetings usually included a large number of items, most of them reports—by the board chair, the representative of the central administration, the unit director, committee chairs and sometimes senior staff. Crowded agendas and time constraints limited members to questions of clarification and precluded in-depth discussion. Only a handful of boards formally allocated time for extensive discussion.

A large number of interviewees commented unfavorably on the orchestrated nature of the meetings and the lack of opportunity for fruitful discussion of issues and for constructive input. Consistently, they said the time was too short to accomplish much. Interviewees often characterized the meetings as “show and tell,” and, as one interviewee said, “that is not a board meeting.” Following changes at one board, an interviewee noted “how pleased members were to be able to talk about things,” in contrast to previous meetings, where the board tended to be just a “rubber stamp.”

Most interviewees stated that their boards had adequate leadership, with reference to both the board chair and unit director, and they saw good leadership as critical to a productive board. As one member stated, “Effectiveness is a function of the leadership...Someone has to pull or push you along or give you a reason to do something.” The climate at most meetings was collegial and open to participation by all members.

Not many interviewees spoke of the work of the committees, and when they did, they were mostly critical. Common complaints were that the committees did not reflect the needs and structures of the units; the process of assigning people to committees was unclear and did not result in the right members being on the right committees; time was too short for substantive meetings; communication between meetings was insufficient; and the purpose of the committees was unclear. At the same time, there was recognition of the positive role committees can play (“committees do most of the work” and “the committees provide the organizational process to bring advice forward”). As noted, several boards are strengthening their use of committees.

Most board meetings, particularly the longer ones, included social and educational elements along with the business sessions. Members valued the educational elements (for example, tours of their units) because they wanted to know more about the unit and the Smithsonian. They also appreciated the social events (for example, dinners) as opportunities for getting to know one another, interacting with interesting people, and conducting board business informally. A number of members of boards that did not have social activities wanted to have them—“we don’t have a chance to have dinner together, and getting to know each other is a challenge.”

Through the observations of board meetings and review of board minutes, the OP&A study team identified other issues. Surprisingly few substantive motions and action items occurred at meetings. The same concerns—for example, the need for more effective fundraising by the board and the need to improve board operations—came up at meeting after meeting, with the boards apparently unable to decide on specific steps to address them. Where the boards agreed on action items, the minutes of subsequent meetings did not reflect follow-up.

To some extent, the failure to take action can be traced to the content and nature of board meetings. A typical two-hour meeting, for example, consisted of reports on strategic planning, budgeting, fundraising, updates by senior management and five committees, and passing reference to a number of other miscellaneous topics, and provided no time for discussion or deliberation. At other meetings, unit directors reported on the hiring of a receptionist and placement of advertising, topics that are inconsistent with the broad level of advice on policy, strategic planning, and programs appropriate to boards. Board chairs announced changes such as the hiring of a senior manager at the unit that should come from the unit director, if at all. On the other hand, deliberation of strategic issues and discussion of specific board goals and activities were notably absent from most meetings. In formulating the agendas, some unit directors and senior staff are not maintaining a clear boundary between unit and board business and are focusing board attention on topics and actions that are not within their boards’ domain.

This same blurring of lines can be seen in the background documentation the units provide to members prior to meetings. For the most part, the materials in the packages reviewed by OP&A were voluminous and unrelated to the boards’ roles. They included, for example, long lists of presentations and publications by unit staff, copies of all advertisements and copies of every press clipping since the last meeting, rather than

providing focused, brief background information specifically related to the issues the board needed to address at the meeting. It appeared to the OP&A study team that staff used the occasion of board meetings to pass on any information they thought might be of general interest.

Some committees met in person or by telephone between meetings, and certain members were frequently in touch with their units. The bulk of interviewees, however, emphasized that communication and contact among board members and with unit staff between meetings was inadequate—“there is little contact among members between board meetings...you don’t get a sense of what is going on.” Absent regular communication from the unit and with each other, board members felt out of touch and disengaged. One person thought that maybe “more would come out of the meeting if there were more constant interaction.” Interviewees made almost no reference to the work of executive committees, and it is unclear how much of a role they played and how often they met or communicated between full board meetings. Some unit directors agreed with the sentiment that more communication is needed and are developing plans to address the problem.

### ***STAFF SUPPORT***

Most boards received administrative support from the director’s office or development office of their units or from the central Smithsonian administration. In addition, board committees often received support—in some cases substantial—from specific unit or central Smithsonian departments. Staff provided information and answered queries, met regularly with committee members, and spoke or met with them frequently.

A recurring theme in the interviews was the inadequacy of staff support—“not enough staff,” “very understaffed,” and “staff are stretched so thin” were common complaints. A few members thought the wrong staff were assigned to work with the boards. Interviewees often mentioned the importance of adequate staff support if their boards were to be effective at development/fundraising. As one board member commented, “the development committee has not been used as effectively as it could be because there are no personnel to run it. It needs staff to give it leadership.”

A few members thought that the crux of the matter was a lack of understanding by staff of how best to use and interact with the boards. In the words of a board member, “there should be guidelines and training for staff on how to effectively use the board and not let the board overstep its boundaries and how best to utilize individual members and the committee structure.” At the same time, there was widespread recognition that board support imposed a significant demand on the already heavy day-to-day workloads of staff.

### **EFFECTIVENESS OF THE BOARDS**

When board members were asked whether their boards were effective, many said they could not answer the question. Their boards had not established clear expectations or

targets for themselves, so that they could not measure board performance. A large number of interviewees thought that they themselves were not well utilized, in large part because they were unclear about their individual roles and responsibilities and did not have defined assignments. As one person put it, “people do best when tasks are well-defined and discretely put in front of them.” The level of participation, many said, is often left up to them. The comment of one interviewee—“Boards typically do not ask anything of board members...[I] stepped up to the plate of my own accord”—was representative. Several boards have recently developed statements of roles and expectations for board members.

Except in the case of a few boards, members who were interviewed generally expressed dissatisfaction with the usefulness and productivity of their boards. However, most board members said that they could be and wanted to be more productive and engaged. Many expressed a willingness to meet more often and to be more involved through specific assignments and placement on relevant committees. One person said, “tell me how I can contribute in terms of effort.” Another commented that “the board should assign some more specific tasks to individuals, geared to individual expertise or specialties...board people are busy and [need to be] tasked or they won’t do it.”

The directors that OP&A staff interviewed differed in their opinions on the effectiveness of board operations; some were very satisfied with what their boards were doing and others thought they were a waste of time. The directors offered several suggestions on how to improve performance. Key among them was the need to articulate clearly what is expected of the board: “unclear expectations are the basic problem of most boards.” Another said, “there must be explicit expectations and training—training by telling them what’s expected of them, and the needs of the museum, where we would like them to play a role, what are the outcomes, etc.” Another director stated that “if they have goals, they are headed in the right direction.”

## CONCLUSIONS

The Smithsonian advisory boards represent a wealth of energy, goodwill and talent on which the units and central Smithsonian administration can draw if they choose to. There is no single formula that the Smithsonian or boards can apply in determining how best to make use of this resource—for example, how frequently and how long boards should meet and what the agendas should cover. Board size, composition, and operations must all be tied to what the boards are to accomplish. A board whose primary role is fundraising will not have to meet as often as one that monitors implementation of a strategic plan and advises on programs. Most board work will benefit from the use of committees that have defined tasks and committee assignments. Adequate staff support is essential to the proper conduct of board business. Again, the nature and level of staff support are determined by the roles and activities the board is undertaking. It is important to balance the needs of the boards for staff support against daily unit workloads, but it is also important to recognize that failure to provide adequate staff support can seriously undermine how much a board can do.

As noted in the introduction, it is also important to be realistic about what advisory boards can or should accomplish. That requires an understanding of the roles of the boards and the boundary between their work and that of management. It also requires realism about the time and resources board members have to devote to their work on behalf of the Smithsonian.

## COMPOSITION

Advisory boards have paid insufficient attention to their composition relative to their roles and responsibilities. Selection of members based on personal relationships and broad criteria has resulted in excessive homogeneity. It appears that the vetting process is pro forma at all levels, which has led to the criticism that nominees are rubber-stamped. Particularly at this time of change within the Smithsonian, the boards need to develop recruiting plans and apply relevant criteria in the selection of members. Of necessity the composition of the boards will not be uniform, because the priorities and needs of units and the larger Smithsonian vary. Moreover, as circumstances change over time, the boards will need to revisit and adjust their membership. At the present time, in light of the priority the current Secretary has placed on fundraising, most boards will need to emphasize that capability. However, that capability still needs to be balanced against the expertise required for the enactment of other roles.

Two other factors are important:

- The current lack of geographic and ethnic diversity is inconsistent with the role of the Smithsonian as a national institution.
- The boards have too few younger people, although they represent the future of the boards and of support for the Smithsonian and its units. Moreover, in today's world, significant numbers of them have achieved professional and financial success.

In some cases the involvement of directors and other senior central administrators in the nominating process is considerable. Their input is useful and appropriate, but it must be balanced against the importance of having a board that can offer outside perspective and independent advice.

Term limits for board members play an important role in a board's ability to bring on new people who match current priorities and offer fresh perspective. Any mechanism for exceptions to the limits should be used judiciously. There are alternative ways to keep former members engaged, such as including them as nonboard members on committees that can use their expertise and experience. Best practice suggests that officers should also be subject to term limits, although very few interviewees alluded to this issue. Similarly, best practice is periodically to rotate committee chairs and members.

## STRUCTURE

With respect to the structure of the boards, there is no right size. The number of members should derive from the roles of the board. Smithsonian advisory boards tend to be large, which is appropriate for strong fundraising and advocacy roles, although unwieldy for substantive ones such as policy advice, strategic planning and programmatic advice and review.

## OPERATIONS

In general, the operations of most boards are ill-suited to optimize accomplishments or productivity:

- Almost no board regularly establishes performance goals or guidelines against which to formulate a plan of action and assess what they have accomplished.
- Absent formal orientation, too many members are unfamiliar with what the boards' roles and responsibilities mean in practice, including for them individually. Many members do not have adequate information about their units and the Smithsonian as a whole, and where their unit fits into the larger Smithsonian.
- The boards have not taken advantage of well-structured committee systems to mitigate the disadvantages of their large size. Some boards are moving to make better use of committees, but it is unclear to what extent the changes are based on analysis of unit operations and needs and of board roles and work. Committees are more than just tools for engaging members.
- Board meetings are poorly designed for fruitful work. Agendas are overly long and emphasize the transmittal of information, not substantive issues and deliberation. Inadequate communication between meetings leaves members disengaged.

The unit directors and board chairs have a responsibility to exercise better leadership by ensuring that boards and units adhere to their respective domains and by focusing the boards on the accomplishment of specific priority tasks appropriate to their roles and responsibilities. Board members are best served by tight, action-oriented agendas with ample time for discussion, supported by packages of concise materials directly related to the business at hand; such materials will support more focused review and consideration of important matters. Other information the unit wishes to communicate to board members is best disseminated between meetings, which will also address the members' desire for more frequent communication. Here, too, it is best to select the materials judiciously, relative to the specific tasks and activities of the board. Members have neither the time nor interest to read every clipping and every staff activity; summaries are adequate, and members can always request more information.

The conclusion of the boards that the level of staff support is inadequate to their requirements is, in some cases, premature. Without clear roles, specific goals and related assignments, it is not possible to determine what staff support the boards need. In

addition, it appears that neither the boards nor the entities they serve understand how they can best use one another, and, therefore, whether staff support is applied appropriately. This is particularly true in the area of fundraising. Although board members appreciate having staff at meetings, the units can be more judicious in deciding who attends and for how long. As agendas become more focused, presumably the number of staff in attendance can be similarly narrowed.

## RECOMMENDATIONS

5. Boards should develop criteria for the selection of members based on the roles of the boards, the needs and priorities of the units and the goals of the Smithsonian. To ensure a broad perspective and capacity for carrying out their roles, criteria should include but not be limited to:
  - Diversity of background characteristics such as gender, age, and ethnicity;
  - National geographic distribution;
  - Expertise and professional experience in relevant areas; and
  - Willingness to engage in fundraising.
6. Boards should institutionalize and adhere to recruitment, vetting, and nominating processes and procedures in order to appoint the most qualified individuals. Unit directors should participate in the process.
7. The bylaws of the boards should specify the number of consecutive terms and the maximum number of terms a member can serve, with provision for exceptions to enable highly productive board members to serve beyond that maximum.
8. Boards should have a system of rotation for officers and committee chairs.
9. Board bylaws should specify that new members receive an in-person orientation prior to their first board meeting. The orientation should include, at a minimum:
  - A clear statement of the board's roles and expectations for board members, including SD 123, which outlines the Regents policy for advisory boards;
  - The board's annual plan and descriptions of the roles and activities of the board;
  - Descriptions of the roles and activities of committees;
  - An up-to-date package of information on the unit and the Smithsonian;
  - Introductions to staff who will be working with the members; and
  - A tour of the facility and the Smithsonian.

10. To support board and unit operations,
  - The board, unit director, and key unit staff should develop guidelines that address relative roles and responsibilities, expectations, and communications to facilitate interaction between the board and unit.
  - Within the context of the guidelines,
    - Board members should have internal training and materials (such as guidelines for effective board operations) as needed to facilitate the execution of their roles.
    - Unit directors and senior staff should develop and apply internal guidelines and, as necessary, have training that addresses the value of boards to unit operations and senior management, the importance of boards as impartial advisors, appropriate use of board committees and individual members, the importance of open communications and sharing of information to building trust and effective interaction, and priority areas for board action.
  - From time to time boards and unit staff may benefit from a retreat at which to assess their interactions and review and update guidelines and procedures.
  
11. Against clarified roles and plans of action, the boards should, in conjunction with the unit directors, reevaluate and modify, as necessary, their structure and methods of operations. This should include:
  - Board composition,
  - Frequency and duration of full board meetings,
  - Committee structure, membership and meeting schedules, and
  - Use of conference calls and teleconferencing.
  
12. To make more effective use of the limited time boards have available,
  - Board and committee tasking must focus on priority needs, including pressing problems and promising opportunities
  - Agendas for board meetings should be tightened to reflect the broad issues of policy, strategy, and advice appropriate to an advisory board; board self-governance; and implementation of the annual board plan. Board packages should be limited to materials needed for those agenda items.
  - Between meetings, board members should be provided with up-to-date information relevant to specific activities of committees, as well as general information about unit operations and accomplishments. However, information needs to be linked to the solicitation of feedback and follow-up on board activities, and be provided in an environment of candor.

13. The unit director's office should:
  - Assign a qualified person to serve as liaison to the board and to coordinate additional support.
  - Provide an appropriate level of support adequate to the roles and responsibilities of the boards.
  - Make staff support for fundraising activities a priority.
14. Each board should assess its accomplishments against its annual plan, and where targets are not met, it should identify actions to be implemented.
15. In units and centers with more than one advisory board, the unit director and senior staff should ensure coordination of roles, responsibilities, structure and operations among the boards.
16. Recommendations 1-15 should apply to the boards of all Smithsonian units and centers and, with appropriate modifications, to pan-Institutional boards.



## **IV. ADVISORY BOARD RELATIONSHIPS: REGENTS, CENTRAL ADMINISTRATION, UNIT DIRECTORS, AND OTHER BOARDS**

One important issue identified at the outset of this study was the relationship of the advisory boards to the Board of Regents; the central Smithsonian administration, in particular the Secretary and senior central administrators; the unit directors; and one another. Which entity(ies) do the boards serve and in what capacity? Which are the most important relationships? Is it clear to all parties which relationships are the most important? Are the relationships consistent with board bylaws and SD 123? Are these relationships optimal, or should they be changed? Is there any guidance on what the relationships should be among the advisory boards? Would formal interaction have value? Finally, how can advisory board relationships be improved?

### **FINDINGS**

Guidance on the relationship of advisory boards to the various levels of the Smithsonian—Regents, Secretary, central administration and unit directors—comes from two primary sources:

- The Board of Regents policy document, SD 123. It states, as noted, that “[t]he primary purpose of these boards is to provide advice, support, and expertise to directors,” but also that “[a]nother important purpose is to provide advice and assistance to the Board of Regents and the Secretary on the programs and operations of the units.” It further states that “...the breadth of oversight demanded of the Board of Regents and the Secretary requires that their efforts be supplemented and enhanced by a strong system of such boards.” SD 123 recognizes that pan-Institutional boards have a similar role at the level of the Institution as a whole. Each advisory board is to report through the Secretary to the Board of Regents every two or three years on the condition of its unit and make recommendations for its improvement. In addition, the boards “will be requested to present reports to the Regents at their regularly scheduled meetings.” SD 123 states that “the Secretary will remain the point of contact between boards and the Board of Regents” and that advice from the advisory boards to the Regents “flows primarily through the Secretary.”
- The language in the bylaws of the boards. The bylaws typically make reference to board relationships, albeit with considerable variation. Some bylaws specifically state that the unit boards act solely within the authority granted them by the Smithsonian Institution’s Board of Regents; others say nothing on this matter. Some bylaws mention an advisory role only to the unit director, while others mention the unit director, Secretary, central administration and Board of Regents. The membership of some boards is to include a Regent. In the case of the pan-Institutional advisory boards, their

bylaws typically specify an advisory relationship to both the Regents and Secretary, and sometimes other parts of the Smithsonian.

#### **ADVISORY BOARDS AND THE BOARD OF REGENTS**

SD 123 begins by stating that because of the growth of the Smithsonian, “the Regents have found it prudent to enlist the advice and assistance of boards that are focused to a greater degree than the Regents on specific activities and operations.” All Smithsonian advisory boards, both unit and pan-Institutional, are under the authority of the Board of Regents. Consistent with that authority, the Board of Regents must approve their creation, their bylaws and proposed amendments, and nominations for membership on their boards.<sup>1</sup>

SD 123 encourages advisory boards to consider including a Regent, and the bylaws of some unit boards contain that requirement. In the case of the Smithsonian National Board, the chair is an ex officio member of the Regents. When the study team asked unit advisory board members about their relationship to the Regents, there was remarkable consistency in their answers: “there is no relationship to the Board of Regents.” Members of the pan-Institutional boards described a formal advisory relationship to the Regents, such as “an advisory capacity in terms of reviewing and analyzing information and making recommendations” and a “sounding board.” Nevertheless, they, too, stated that there is no relationship in practice.

Even where Regents are members of advisory boards, common comments were that they too often were absent at meetings or were largely passive. One board interviewee saw the Regent member as “representing the Regents. It is not his role to make comments. He attends to listen.” On the other hand, one interviewee described Regent members as playing a valuable liaison role.

To a question concerning the relationship of their board to the Board of Regents, approximately a third of the interviewees thought a stronger line of communication with the Regents would be advantageous. One board member stated that “if we are not the ultimate governance, then we ought to have a line of communication [to the Regents] that is direct.” According to another member, the growth of the advisory boards can be traced in part to “the low impact and role of the Regents and National Board. If you de-emphasize advisory boards...it puts more museums under the Regents and requires that they have more committees and exercise more governance.” Another interviewee said, “There needs to be a mechanism for the advisory boards to report to the Regents. That creates a potential degree of power.” A few members would limit communications with the Regents to times when there is a particular issue, such as the proposed closure of a Smithsonian unit or a disagreement over Smithsonian policy. Several interviewees also

---

<sup>1</sup> There are some exceptions. For example, the National Postal Museum and the National Science Resources Center involve partnerships with other organizations; their members are chosen jointly (the National Postal Museum is a partnership with the United States Postal Service, and the National Science Resources Center with the National Academy of Sciences). A third board, that of the Friends of the National Zoo, is a board of an independent non-profit organization.

put limits on communications with the Regents: although they and others knew some Regents personally, “you shouldn’t be picking up the phone and making the call.”

As noted, SD 123 specifies that advisory boards should submit a periodic report to the Regents. The liaison office for the Board of Regents told the study team that only rarely have any advisory boards provided those reports. Similarly, the boards are not asked to report at the Regents’ meetings.

### **ADVISORY BOARDS AND THE CENTRAL SMITHSONIAN ADMINISTRATION**

Based on the response of interviewees, there is just as much uncertainty about the nature of unit boards’ relationships with the Smithsonian’s central administration as there is with the Board of Regents. Consequently, many interviewees were pleased that the Secretary had asked OP&A to perform an independent review of advisory boards.

A number of interviewees commented that the quality and nature of the relationships with the central administration have been very dependent on the style, preference and attitude of individual Secretaries regarding advisory boards. Some previous Secretaries regularly solicited input from advisory boards, attended a greater number of board meetings than the current Secretary has, and were considered to be more accessible.

On the other hand, other board members acknowledged the Smithsonian needed to change and that the current Secretary was the right change agent. One member asked that the word “fabulous” be used in the report to describe the Secretary. Others described the Secretary as “competent,” “energetic” and “visionary.” One member indicated that his board, like his unit, needed to be freed from its narrow identification and speculated the Secretary necessarily has a broad perspective that may not always converge with that of the parochial views of individual units or boards. The Smithsonian does lack a sense of unity, and greater cooperation of the units would clearly strengthen the whole.

Interviewees also stated that particularly in his second year in office, the current Secretary had, in fact, met or spoken routinely with individual members of several boards and solicited from them both advice and information. Some members observed in recent months he had been attending more unit and pan-Institutional board meetings, spent hours nurturing prospective board members, and taken time to explain issues to board members with specific concerns.

While interviewees acknowledged the need to envision change and introduce innovation in the entire organization, they clearly welcomed the idea of the Secretary becoming more board-centered in those efforts. They emphasized the need for the Secretary to make sure there is an open willingness in the Smithsonian’s central administration to listen to their advice and counsel, to value their contributions in addition to fundraising, and to be mindful that the more solicitous the approach toward board members, the more effective the Institution’s advisory boards are likely to be. At the same time, board members welcomed the idea of having the Secretary define his expectations for board members in a very explicit way.

Many interviewees emphasized that the boards have much to offer Smithsonian Secretaries and expressed a desire for more substantive two-way communication. As sounding boards, they can help head off controversy and negative publicity, such as what the Smithsonian experienced in the last year. As one member put it, “The Smithsonian could benefit from an advisory group to work with the Secretary on delicate issues. The Secretary would be well served by having input other than from internal staff.” Moreover, the boards represent valuable advocates that the Secretary can call on to generate support. One interviewee discussed the need for balance: “[The boards] need a certain amount of independence or they won’t want to do it. On the other hand, the Castle doesn’t want boards to be out of control. A balance must be reached.”

Another means of linking the boards to the central administration is active participation by the Under Secretaries and others who report directly to the Secretary. A number of interviewees talked about regular interactions with the Under Secretaries of American Museums and National Programs and of Science and with the Director of International Art Museums. One pan-Institutional board is administratively linked to the Under Secretary of Science, although its mandate is Smithsonian-wide review and advice on issues identified by the central administration. Based on interviewee comments and board minutes and agendas, senior central administrators or members of their staff generally attend all or part of most board meetings of their units and often have first-hand contact with individual board members. At the board meetings they typically provide an update on Castle activities and respond to questions by board members. Their participation is viewed as positive. The senior administrators are also involved in nominations to unit boards; sometimes they suggest members and in other cases approve nominations before sending them forward to the Secretary and the Board of Regents. Special circumstances, such as a major donation to a unit or a large-scale project such as the Patent Office Building renovation, may result in ongoing contact among senior central administrators, unit directors and board members. Under the current Secretary, the roles and responsibilities of the Under Secretaries and the Director of International Art Museums have been designed to fall into a consistent system. Operating within that system implies considerable interactions among the Under Secretaries and the Director of International Art Museums and the boards of units, acquainting board members with facts and helping them to understand and act upon the implications of those facts.

#### **ADVISORY BOARDS AND UNIT DIRECTORS**

Most interviewees from unit advisory boards saw their relationship with the unit director as the primary one (see also Section II on roles and responsibilities). As one board member said, “it is vital to have a good relationship with the director.” Some directors expressed strong support for their advisory boards and chose to work with them in substantive ways. They did not see the boards as consuming an undue amount of their time or unit resources. A member of one board commented that members would come up with new programs, and the director “would say yes to the concept of a new program.” A couple of new directors have taken a very active role in redefining the work of their boards and restructuring them to match current priorities. Other directors, however, did

not seem to value their boards' inputs, and the relationships were pro forma and sometimes tense. Comments by some directors suggested that they saw the boards as a tool for legitimizing decisions or actions that the directors wanted to take.

As noted in Section II, most of the directors who were interviewed generally acknowledged the need to work with their boards on fundraising and welcomed their involvement in other areas. Directors who commented positively on their board's contributions had strong bonds of trust, identification and friendship with the members. Interviewees also noted that any change in director or board leadership requires a period of adjustment and that the outcome may or may not be successful. As one director put it, "A board is like a marriage agreement. It very much depends on the personality of the key characters."

### **INTERACTION AMONG ADVISORY BOARDS**

There appears to be no guidance on communication or collaboration across boards, and many interviewees commented on the absence of such interaction. Where units have more than one board, it was not uncommon for members to express the same sentiment.

A few people saw a lost opportunity. As one said, "The boards are too isolated. There is a silo effect with all the boards of museums operating by themselves." Another wanted to know about other boards—"...what they do and how they operate and what they think. Are we the Lone Rangers? Are there other boards that have the same problems?" According to one interviewee, the isolation detracted from the ability of the boards "to have a better appreciation for the Smithsonian as a whole." Another interviewee said the lack of collaboration can cause problems in activities such as fundraising—"If they are trying to raise large amounts of money, there should be a strong interface."

Several interviewees thought that some type of meeting of the boards or of board chairs once a year might be good. The Smithsonian National Board Liaison Committee has sponsored two meetings of representatives from other boards, but its impact is unclear, and few interviewees made mention to either the committee itself or of its functions. Another suggestion was to invite members of other boards to unit functions, such as exhibition openings, and to social functions.

### **CONCLUSIONS**

SD 123 and the bylaws of some advisory boards specifically mention relationships with different levels of the Smithsonian but are not adequately clear on the hierarchy within those relationships. Among the unit boards, there is uncertainty about the nature and proper enactment of the boards' advisory role with respect to the Secretary. Some boards are similarly uncertain about their role with respect to the Regents. OP&A believes that clarification of the relationships of the advisory boards to the different administrative levels, as well as of expectations at those levels, can enhance the effectiveness of the boards.

From a purely practical perspective, it is unreasonable to expect the Secretary to establish close working relationships with thirty-odd advisory boards given the demands on his time. It is appropriate that his interaction with the boards generally occur through individual board members and his senior managers, although his door is always open. Circumstances do arise from time to time that necessitate a closer working relationship with the full board as well. Such is the case now with the renovation and improvements taking place at the National Museum of American History and the search for a director, and at the National Museum of Natural History in conjunction with the reorganization of science and also the search for a director.

For their part, unit advisory boards do not have adequate time to develop the level of understanding of pan-Institutional issues they would need in order to serve as regular advisors to the Secretary and to influence outcomes at all levels. A unit board can most effectively serve its unit and address its unit's external environments. Where a board believes it needs to raise an issue to the level of the Secretary, there is an existing administrative channel through the Under Secretaries and the International Art Museums Director.

As noted in Section II, the effectiveness of advisory boards depends greatly on whether the unit directors and the Secretary see the boards as valuable resources. In some instances their value is directly linked to how closely the director and/or Secretary has been involved in the development of the board and its membership. OP&A believes the boards can be a significant asset to the units and the Smithsonian as a whole. Investment in the development of an effective working relationship is worthwhile. As new directors and senior central administrators take office, it is particularly important to take the time to develop a clear understanding of roles and expectations, as well as individual styles, and to develop processes, procedures and ways of working together. A critical point that directors need to understand is that much of the value of boards lies in their potential to provide neutral, impartial and apolitical advice and guidance. Directors need to nurture the ability of boards to provide independent input and to guard against using them for their own political purposes.

The relationship of directors to their units' advisory boards is a complex one that directors have not always attended to, understandable in an environment that has downplayed the role of the boards. As units make greater use of their boards for advice, fundraising and other assistance, training on board and unit interaction would be of benefit to directors.

The policy guidance expressed in SD 123 is that the advisory boards, both unit and pan-Institutional, should support oversight by the Regents. At the Smithsonian, an institution often accused of insularity, advisory boards can provide the Regents a valuable outside perspective and reality check, as well as a focus on broad strategic issues, both unit-specific and pan-Institutional. SD 123 provides a vehicle for that role—written reports to the Regents. The units have not been providing these reports, nor has there been another

channel of regular communication. It would be to the Regents' advantage to make use of the advisory boards as spelled out in SD 123.

OP&A agrees that the isolation of the boards from one another represents a lost opportunity, as it prevents the board from making use of one another's resources and connections. Greater communication and coordination could, for example, lead to a sharing of lessons learned about board operations that could improve effectiveness and efficiency. The ability to call on members of other boards to share information and contacts would enhance fundraising, advocacy and outreach. There are, in particular, natural alliances among boards whose units work in similar disciplines.

Strengthening coordination and collaboration across thirty-some boards is a daunting task. One mechanism exists already: the Board Smithsonian National Board Liaison Committee. Possible first steps might be for each board to discuss what value greater interaction with other boards would have, the type of interaction it would like, and the anticipated outcomes. The boards could then give that information to the Liaison Committee, which would use it as a basis for developing means of enhancing board interaction.

## **RECOMMENDATIONS**

17. The advisory boards of Smithsonian units should have two foremost relationships:
  - They should serve as a resource for the unit directors and other senior unit managers.
    - Directors should undertake with their boards the development of a clear understanding of roles and expectations and ways of working together.
    - Directors should nurture the potential of boards to serve as impartial advisors and refrain from using boards to legitimize their policies and decisions.
  - The advisory boards should serve as the eyes and ears of the Secretary and the Board of Regents.
    - Every three years the boards should submit reports to the Regents through the Secretary within one month of the end of the fiscal year. The reports should highlight the units' accomplishments and broad challenges and recommend remedial steps as appropriate. They should cover other topics that the boards believe are applicable to improving the operations and functioning of their units. The report submissions should be grouped along the lines of each Under Secretary and the Director of International Art Museums. For example, in FY 2003, the boards of the National Museum of African Art, Freer Gallery of Art and Arthur M. Sackler Gallery of Art, and the Hirshhorn Museum and Sculpture Garden could submit their reports. However, the boards may submit annual reports to the Regents if their bylaws require it or if they so desire.

- The Board of Regents should respond in writing to the unit boards within two months of receipt of the reports.
18. The Smithsonian National Board Liaison Committee should serve as a link among advisory boards and develop mechanisms to enhance collaboration and coordination.

## **APPENDIX A**

### **PROFILES OF THE ADVISORY BOARDS INCLUDED IN THE STUDY**

The twenty-five Smithsonian advisory boards included in the Office of Policy and Analysis study are listed below in alphabetical order by name of the unit they serve. Profiles of each advisory board follow the list of names in the same order.

Archives of American Art Board of Trustees  
Center for Folklife and Cultural Heritage Advisory Council  
Center for Folklife and Cultural Heritage Folkways Advisory Board  
Cooper-Hewitt, National Design Museum Board of Trustees  
Freer Gallery of Art/ Arthur M. Sackler Gallery of Art Board  
Hirshhorn Museum and Sculpture Garden Board of Trustees  
National Air and Space Museum Advisory Board  
National Air and Space Museum National Board  
National Museum of African Art Commission  
National Museum of American History Board  
National Museum of the American Indian Board of Trustees  
National Museum of the American Indian George Gustav Heye Center  
Board of Directors  
National Museum of Natural History Board  
National Portrait Gallery Commission  
National Postal Museum Advisory Commission  
National Postal Museum Council of Philatelists  
National Science Resources Center Advisory Board  
National Zoological Park Advisory Board  
National Zoological Park Friends of the National Zoo Board of Directors  
Smithsonian American Art Museum Commission  
Smithsonian Center for Latino Initiatives Smithsonian National Board for Latino  
Initiatives  
Smithsonian Environmental Research Center Advisory Board  
Smithsonian Institution Council  
Smithsonian Institution Libraries Board  
Smithsonian National Board

## **ARCHIVES OF AMERICAN ART BOARD OF TRUSTEES**

### **HISTORY**

The mission of the Archives of American Art (AAA) is to make available to researchers and scholars primary documentation on the visual arts and culture in America from the eighteenth century to the present. AAA originated in 1954 in Detroit, Michigan as a private, nonprofit archive and became part of the Smithsonian Institution in 1970. The archives is based in Washington, D.C., with offices in New York City and San Marino, California and affiliated research centers in Boston (Boston Public Library) and San Francisco (M. H. de Young Memorial Museum).

When the archives became part of the Smithsonian, the legal transfer document defined the role of the board of trustees as follows:

...to provide advice and assistance to the Board of Regents and Secretary of the Smithsonian on all matters relating to the administration and operation of the Organization [Archives of American Art] and, subject to the approval of the Board of Regents and Secretary shall determine the policy of the Organization with respect to:

- (a) the allocation of funds....
- (b) the order in which projects will be undertaken by the Organization;
- (c) the manner and time of distribution for use by the public of the work product and assets of the Organization;....

The document also gives the board of trustees sole authority to determine acquisitions and dispositions by the archives. The board is currently operating under bylaws approved by the Board of Regents in March 1995, as amended in May 1999 and June 2000.

### **BYLAWS**

#### ***FUNCTIONS, POWERS AND DUTIES***

In addition to general advisory functions, the bylaws assign to the board treasurer certain fiduciary responsibilities. The board of trustees as a whole is given the role of advising the Smithsonian Regents and Secretary of the Smithsonian Institution on the appointment of a director and other employees.

#### ***MEMBERSHIP AND TERMS OF SERVICE***

The board can have up to thirty-five members who can serve two consecutive three-year terms, after which they must be off the board for a year, and two ex officio members, the Secretary of the Smithsonian Institution and the Under Secretary for American Museums and National Programs. The full board elects officers who serve one-year terms.

The May 1999 amendment states that after two terms many members move off the board onto a Trustee Council, where they enjoy the same privileges as board members except that they do not vote. After a year council trustees can return to the board, and a great many do. The council also includes prospective trustees, active committee members, and relevant professionals.

### *COMMITTEES*

The bylaws specify an Executive Committee and Advisory Committee to the Board. Those committees and the president can establish other committees, such as a nominating committee, as appropriate.

### *MEETINGS*

The bylaws call for at least one annual meeting in Washington, D.C. and other meetings as deemed appropriate.

### **STATUS AS OF SEPTEMBER 30, 2001**

The board of trustees had twenty-seven members, excluding the two ex officio members, chair emeriti and two honorary trustees. The Trustee Council had nine members. In addition to the Executive and Advisory Committees, the board had the following committees: Membership, Nominating, 50th Anniversary Fund/Campaign Steering Committee (to focus on special fundraising activities), Benefit Planning, and Collections.

The board's principal recent activities have been fundraising, which has consisted primarily of annual voluntary contributions of \$5,000 by each trustee and two annual galas. Some board and council members have made significant additional donations and have been instrumental in the acquisition of grants and archival materials.

## **CENTER FOR FOLKLIFE AND CULTURAL HERITAGE ADVISORY COUNCIL**

### **HISTORY**

The mission of the Smithsonian Center for Folklife and Cultural Heritage is to “to research, present and conserve traditional knowledge and artistry with contemporary cultural communities in the United States and around the world.” The center produces the Smithsonian Folklife Festival (initiated in 1967), Smithsonian Folkways Recordings (acquired in 1987), exhibitions, documentary films and videos, symposia and educational materials. The center conducts ethnographic and cultural policy-oriented research, maintains a documentary archival collection and provides educational and research opportunities.

Secretary S. Dillon Ripley established the center in 1976 and, at the same time, initiated a Folkways Advisory Council. The current advisory council, established under the authority of the Board of Regents, replaced the original council.

### **BYLAWS**

The Board of Regents approved the bylaws on January 25, 1999.

### ***FUNCTIONS, POWERS AND DUTIES***

The bylaws ask the council generally to provide advice and support to CFCH in meeting its mission. The bylaws define specific functions that include: assisting the director on major issues of concern with the center’s operations and its larger contexts; participating in program and project review committees; advising the director on possible collaborations, research, conservation, and preservation issues; advising the director on marketing, business and fundraising strategies; and engaging in advocacy-related activities. The bylaws do not define a fundraising role for the council.

### ***MEMBERSHIP AND TERMS OF SERVICE***

A maximum of twelve members can be appointed, at least three-fourths of whom are to be U.S. citizens. The chair of the Folkways Advisory Board (see the next board entry) is an ex officio member, and a member of the Board of Regents can be appointed as a member. The Secretary, Under Secretary for American Museums and National Programs, and center director are additional ex officio members. Charter members of the reconstituted council received special consideration in the transition. New members may serve no more than two consecutive three-year terms.

The bylaws enumerate specific subject areas of subject matter expertise for members (e.g., ethnomusicology, folklore and cultural anthropology). The bylaws specify a nominating process, and a majority vote of the council is required before new members are recommended to the Board of Regents for appointment.

***COMMITTEES***

The bylaws specify an Executive Committee (consisting of the council chair, vice chair and center director) and a Nominating Committee (chair and two council members).

***MEETINGS***

The bylaws call for at least one annual meeting; other meetings may take place as deemed appropriate. Electronic participation (for example, by conference call) is permitted. The bylaws do not address reimbursement of expenses associated with meetings. A member who misses three consecutive meetings can be removed by a majority vote.

**STATUS AS OF SEPTEMBER 30, 2001**

The council had ten members, excluding the ex officio members. It held an all-day annual meeting in Washington in the fall. All center staff attended the meeting.

## **CENTER FOR FOLKLIFE AND CULTURAL HERITAGE FOLKWAYS ADVISORY BOARD**

### **HISTORY**

The Smithsonian purchased the Folkways Record Company in 1987, which was founded in 1947 by Moses Asch and Marian Distler. This purchase included Folkways' master tapes, documentation, artwork, files and business records. The advisory board was created as part of the original agreement with the Asch family to ensure continuity and integrity.

Initially the board had no bylaws, met informally once a year and quite frequently communicated via phone and e-mail. In about 1994, senior Smithsonian management suggested formalizing the group.

### **BYLAWS**

The Board of Regents approved the bylaws in November 1997.

### ***FUNCTIONS, POWERS AND DUTIES***

The bylaws do not define areas of advice beyond the original agreement with the Asch family. Specifically, the advisory board will "render advice and guidance to the Smithsonian in significant matters of interest involving the collection" of recorded museum and other materials, including both what Folkways sold to the Smithsonian and what was added since that time. The bylaws do not address fundraising.

### ***MEMBERSHIP AND TERMS OF SERVICE***

A minimum of five and a maximum of nine members can be appointed. The curator of the Folkways collection is an ex officio voting member. After the original members complete their initial terms, members may serve no more than two consecutive three-year terms. At least one member of the advisory board is to be a member of the Asch family or someone it designates. Members may include musicians, scholars, music editors, ethnomusicologists and anthropologists.

The bylaws do not specify a nominating process, except that a majority vote of the board is required before new members are recommended to the Secretary for appointment.

### ***COMMITTEES***

The bylaws specify an Executive Committee.

***MEETINGS***

The bylaws call for at least one annual meeting in Washington, D.C. and other meetings as deemed appropriate. Electronic participation (for example, by conference call) is permitted. The bylaws do not address reimbursement of members for expenses associated with meetings. A member who misses three consecutive meetings can be removed by a majority vote.

**STATUS AS OF SEPTEMBER 30, 2001**

The advisory board had seven members, excluding the ex officio member. It held an all-day annual meeting in Washington. All Smithsonian Folkways Recordings staff attended the meeting.

## **COOPER-HEWITT, NATIONAL DESIGN MUSEUM BOARD OF TRUSTEES**

### **HISTORY**

An agreement signed on October 9, 1967, between the Smithsonian Board of Regents and the Trustees of the Cooper Union Museum in New York City transferred the collections and library of the museum to the Smithsonian. The renamed Cooper-Hewitt Museum opened to the public in October 1976. In 1989 it was renamed the Cooper-Hewitt, National Museum of Design and received its current name in 1994.

In 1978, the Secretary of the Smithsonian established a new Advisory Council for Cooper-Hewitt. In 1991, the Advisory Council was renamed the Board of Trustees.

### **BYLAWS**

The Board of Regents approved the original bylaws in 1989 and revised bylaws in May 1996.

### ***FUNCTIONS, POWERS AND DUTIES***

Per the bylaws, the board is to: advise the director of the museum and, when appropriate, the Secretary of the Smithsonian Institution on issues of concern to the director, the Secretary or the board in all appropriate areas of museum activities; help strengthen the museum's financial condition by providing leadership, guidance, and direct assistance for fundraising by the museum; provide advice, guidance, and, as appropriate, recommendations to the Board of Regents, the Secretary and the director on the museum's strategic plans, organizational structure, financial plans and budgets, and broad operational plans and policies, including those for research, collections, exhibitions, public education and administration; assist the Secretary in evaluating the performance of the director and, when timely, assist in the selection of a director; assist the director's efforts to promote the museum's profile and the public's understanding of the museum's activities locally, nationally and internationally; act as advocates and emissaries for the museum and its programs by developing relationships with and communicating to various constituents and publics, working closely with the director and museum staff and within the framework of the role and policies of the Secretary ; and review proposed accessions and deaccessions and recommend their acceptance or rejection. The trustees must approve all exchanges or sales valued at more than \$10,000.

### ***MEMBERSHIP AND TERMS OF SERVICE***

The board may have no more than thirty-two members, to include persons of distinction in their fields and communities. When possible, one member should be a Smithsonian Regent. Six members are to be of high standing with an interest in the design functions of the museum. The Secretary, Under Secretary for American Museums and National Programs and the director are ex officio members.

Board terms are three years, and no one may serve a fourth consecutive term except under exceptional circumstances requiring special approval. Appointments are staggered to avoid term expirations of more than one-third of the members in any year. If a member is absent from three or more consecutive regular board meetings, that member's appointment may be terminated by majority vote of the board or Executive Committee.

### *COMMITTEES*

The bylaws outline the following six minimum standing committees: Executive; Trustees; Finance; Development; Marketing; and Exhibitions, Education and Publications. The chair may establish ad hoc committees to assist the board and may name non-board members to committees.

### *MEETINGS*

The board is to hold not less than four regular meetings each year. One-third of the regular membership constitutes a quorum.

### **STATUS AS OF SEPTEMBER 30, 2001**

The board had eighteen members and two honorary members. The following committees were operating: Executive, Nominating (Committee on Trustees), Finance, Development, Exhibitions, Education, and Collections. Board members were urged to make a \$10,000 annual gift. The contribution could be waived by prior arrangement with the chair of the board of trustees and the director of the museum for members unable to contribute that amount in order to bring the broadest possible range of skills and viewpoints to the board, such as designers and educators. The board held four regular meetings; three were in New York.

## **FREER GALLERY OF ART/ ARTHUR M. SACKLER GALLERY OF ART BOARD**

### **HISTORY**

In January 1971 the Board of Regents approved the establishment of a Visiting Committee of the Freer Gallery of Art, which had been requested by Secretary S. Dillon Ripley. The original purpose of the Visiting Committee was to provide advice to the Secretary and the Director and “to strengthen the ties of the Freer with the larger scholarly community.” The first meeting was held on October 13, 1971.

A Visiting Committee of the Arthur M. Sackler Gallery of Art was part of the agreement between Arthur M. Sackler and the Smithsonian Institution, signed on July 28, 1982. It stated that the Board of Regents will “establish an appropriate advisory body. Like the Freer’s visiting committee, it would advise the Secretary and the director and “strengthen the ties of the Sackler with the larger scholarly community.” The visiting committee was established in 1985, prior to the gallery’s opening in 1987. The first meeting was held in the spring of 1986.

Beginning in 1998, the visiting committees began meet at the same time and held some joint sessions. The two visiting committees were officially merged as of the October 2000 meeting.

### **BYLAWS**

The bylaws of the separate Freer and Sackler visiting committees were revised and approved by the Board of Regents on January 26, 1998. The Regents approved bylaws for the board formed by the merger of the visiting committees on January 22, 2001.

### ***FUNCTIONS, POWERS AND DUTIES***

According to the bylaws, the board is to provide advice on all programs and operations, including personnel. Members are to be consulted with respect to the selection of a director. The bylaws specify direct assistance with fundraising, along with guidance and leadership.

### ***MEMBERSHIP AND TERMS OF SERVICE***

The board may have a maximum of forty members, excluding the three ex officio members, who are the Secretary, the director of the International Art Museums Division and the director of the galleries. Board members may serve two consecutive four-year terms except that up to five members may, at the director’s discretion, serve indefinitely. In addition, some members may be designated as honorary board members at the end of their terms.

### ***COMMITTEES***

The bylaws specify three standing committees—Nominating, Finance and Budget, and Acquisitions. The latter may include non-board members. Temporary subcommittees may be established to accomplish specific, finite goals. The director of the galleries, in consultation of the board chair, may establish the ad hoc subcommittees, to be composed of members or nonmembers with relevant and appropriate expertise, to assist the board in fulfilling its duties.

### ***MEETINGS***

The bylaws call for at least two annual meetings. A member who misses three consecutive meetings can be removed by a majority vote of the board.

### **STATUS AS OF SEPTEMBER 30, 2001**

The board of the Freer and Sackler Galleries had twenty-three members, excluding the three ex officio members, and one honorary member. All five non-term board member seats were open. The board held annual meetings (spring and fall) in Washington, D.C. The board had established all required standing committees and two additional ones—Education and Executive. Board members were encouraged to make a \$10,000 annual gift.

## **JOSEPH H. HIRSHHORN MUSEUM AND SCULPTURE GARDEN BOARD OF TRUSTEES**

### **HISTORY**

Public Law 89-788 established the Hirshhorn Museum and Sculpture Garden, a national museum of modern and contemporary art, in 1966. The museum opened to the public in 1974. The legislation also “a Board of Trustees to be known as the Trustees of the Joseph H. Hirshhorn Museum and Sculpture Garden (HMSG).”

### **BYLAWS**

The Board of Trustees approved its original bylaws in advance of its December 1971 meeting. The bylaws were revised most recently on April 27, 2000.

### ***FUNCTIONS, POWERS AND DUTIES***

The primary function of the board is to provide advice and assistance to the Board of Regents on all matters relating to the administration, operation, maintenance and preservation of the museum. The board has sole authority to purchase or acquire by other means works of art for the museum; loan, exchange, sell or dispose of works of art for the museum; and determine policy as to the method of display of the works of art. An amendment to the bylaws authorizes the director to negotiate loans on the Board’s behalf. The board also authorized the director to negotiate purchases where no individual piece has a price in excess of \$100,000. Within a fiscal year, such purchases could not exceed one-third of the museum’s congressional acquisition budget and \$200,000 of the museum’s private funds. In both instances, the director is to report such loans and purchases to the board.

### ***MEMBERSHIP AND TERMS OF SERVICE***

A maximum of twenty-three members can be appointed, excluding ex officio members, who include the Secretary of the Smithsonian and the Chief Justice of the United States. Members serve a four-year term and are limited to three consecutive terms of service. Members may be reappointed to the board after one year off the board. Appointments are staggered to avoid term expirations of more than one-third of the members in any year.

### ***COMMITTEES***

The bylaws specify three standing committees—Executive, Nominating, and Collections. The latter may include non-board members. The directors of the museum and the Smithsonian American Art Museum serve as ex officio nonvoting members.

***MEETINGS***

The bylaws call for two meetings each year. Fifty percent of the members constitute a quorum.

**STATUS AS OF SEPTEMBER 30, 2001**

The board had fourteen members. It held two annual meetings in Washington, D.C.; in other years it has occasionally held a third meeting. All required committees had been established, and the board had set up several additional committees: Strategic Planning, Finance, Trustees, Space Planning, and Photography and Media Arts.

## **NATIONAL AIR AND SPACE MUSEUM ADVISORY BOARD**

### **HISTORY**

The legislation that established what is now called the National Air and Space Museum specifies that the Smithsonian Institution should administer the museum with the advice of a board.

### **BYLAWS**

The National Air and Space Museum advisory board has no bylaws.

### ***FUNCTIONS, POWERS AND DUTIES***

The enabling legislation that established the National Air and Space Museum states that it “shall be administered by the Smithsonian Institution with the advice of a board” and goes on to list certain heads of federal executive departments and independent agencies as members. The legislation also authorizes those agencies to transfer or loan aircraft, spacecraft, parts, instruments, engines, other equipment and records to the National Air & Space Museum without charge for exhibition, historical or educational purposes.

### ***MEMBERSHIP AND TERMS OF SERVICE***

The legislation specifies that the board will include the following or their designee: Chief of Staff of the Air Force, Chief of Staff of the Army, Chief of Naval Operations, Commandant of the Marine Corps, Commandant of the Coast Guard, Administrator of the National Aeronautics and Space Administration, Administrator of the Federal Aviation Administration, and three citizens appointed by the President of the United States. The Smithsonian Secretary, Under Secretary for American Museums and National Programs, and the museum’s director and deputy director are ex officio members.

### ***COMMITTEES***

The board has no committees.

### ***MEETINGS***

The museum director calls for meetings of the board, which are held irregularly. More than 50 percent of the members constitutes a quorum. Electronic participation is used if necessary.

### **STATUS AS OF SEPTEMBER 30, 2001**

The board had eight members. Its last meeting was on January 24, 2001.

## National Air and Space Museum National Board

### **HISTORY**

The National Board of the National Air and Space Museum was created by then-museum Director Donald D. Engen and approved by the Board of Regents in 1998 as the Board of the National Air and Space Museum's Dulles Center. Its purpose was to "provide leadership, advice and support to the Dulles Center...in its management and conduct of its three-part mission of restoration, care of its collection, and public awareness and education about aviation and space exploration."

At the request of board members and with the Secretary's agreement, the board's name was changed in February 1999 to reflect the expansion of board interest to both the Mall and Dulles facilities.

### **BYLAWS**

The Board of Regents approved the bylaws in 1998.

### ***FUNCTIONS, POWERS AND DUTIES***

The specific functions of the national board outlined in its bylaws include:

- Strengthening the financial resources of the Dulles Center by providing leadership, guidance and direct assistance in fundraising.
- Provide advice, guidance and recommendations on the center's strategic plans, organization, and operating plans, including research, collections, exhibitions, public education, and administration.
- Assist efforts to enhance the profile and public understanding of center activities.
- Act as advocates and emissaries for the center to various constituencies and publics.
- Report annually through the Secretary to the Regents on the work of the board and provide recommendations and observations.

### ***MEMBERSHIP AND TERMS OF SERVICE***

The board consists of not more than thirty-two members who serve a three-year term, renewable once. At least six members are to have high standing in the aerospace industry, and one member should be a Regent. The Smithsonian Secretary, Under Secretary for American Museums and National Programs, and the museum director are ex officio members. Officers are to serve nominal two-year terms and cannot serve more than two consecutive terms.

The Nominating Committee submits a slate of candidates who must be accepted by majority vote.

### *COMMITTEES*

The bylaws allow standing and ad hoc committees. There are two standing committees: Executive; and Board Assessment and Nominating. The chair of a committee must be a National Board member, but non-board members may serve on committees. The chair, Under Secretary for American Museums and National Programs, and director are ex officio members of all committees.

### *MEETINGS*

The board is required to hold at least two regular meeting each year, one of which is the annual meeting. It is held in Washington, D.C., although not a requirement in the bylaws; the second meeting may be held at a place of special interest. Electronic participation is permitted.

A quorum consists of one-half of the membership. Members may be removed if they are absent from three or more consecutive meetings.

### **STATUS AS OF SEPTEMBER 30, 2001**

The board had twenty-nine members. Although the bylaws do not specify a category of honorary member, there were three emeritus members.

In addition to the Executive and Nominating Committees, the board had an Education Committee.

In recent years the board has held three meeting annually. In 2001 the non-Washington meeting was held at the Santa Monica Museum of Flying in February; the other two were held in Washington, D.C. in June and October.

Each board member was encouraged to support the museum with a monetary contribution; however, there was no suggested amount.

## **NATIONAL MUSEUM OF AFRICAN ART COMMISSION**

### **HISTORY**

Congress authorized the acquisition of the National Museum of African Art by the Smithsonian on October 5, 1978, and the museum officially became part of the Smithsonian on August 13, 1979. Warren Robbins had founded the museum in 1964. Some of the commissioners of the original museum transferred over to the board of the new Smithsonian museum.

Until Secretary Michael Heyman took an interest in making Smithsonian advisory boards active, the Commission had a very limited role. Traditionally, the main purpose of the commission has been approval of acquisitions for the collection; most commissioners were collectors of African art. The commission's most important committee was Collections.

### **BYLAWS**

Congress passed legislation on October 5, 1978 establishing a "Commission for the Museum of African Art...[to] provide advice and assistance to the Board [of Regents] concerning the operation and development of the Museum, its collections and programs." In 1979 the Board of Regents approved the bylaws and on May 7, 2001 approved an amendment to increase the number of commissioners from fifteen to twenty.

### ***FUNCTIONS, POWERS AND DUTIES***

The commission advises and assists the Board of Regents through the Secretary with:

- Oversight of the museum.
- Development of museum collections. In consultation with the director, the board donates objects, encourages others to donate objects, and identifies objects for purchase.
- Assurance of financial support by making personal financial contributions and, in consultation with the director and the commission's Development Committee, soliciting and encouraging contributions by others and supporting museum fundraising.
- Review and advice on the museum's programmatic activities, such as exhibitions, publications and educational programs.

### ***MEMBERSHIP AND TERMS OF SERVICE***

The commission has twenty general members and emeritus commissioners with no term limits. The Secretary or his designee serves as an ex officio member. General members serve a term of three years. There is no limit on the number of terms that can be served.

***COMMITTEES***

The standing committees are Executive, Collections, Nominations, and Development.

***MEETINGS***

The commission has two regular meetings a year, generally in the fall and spring. Eight attending members constitute a quorum.

**STATUS AS OF SEPTEMBER 30, 2001**

The commission had thirteen members and three emeriti members. Several commissioners have served since 1978. The commission was considering an increase to three meetings per year. The board had the following committees: Executive, Development, Collections, and Nominating. In a letter to the commissioners in October 2000, the chair asked for a minimum contribution of \$5,000.

## **NATIONAL MUSEUM OF AMERICAN HISTORY BOARD**

### **HISTORY**

The board of the National Museum of American History began in 1997. In September 2000 the board increased an increase in its membership from twenty-five to thirty-one with the approval of the Board of Regents. The basis for the increase in members was that the board needed more people and more representation to help with its ambitious goals.

### **BYLAWS**

The Board of Regents approved the bylaws on March 27, 1997 and amended them in September 2000.

### ***FUNCTIONS, POWERS AND DUTIES***

The board is to:

- Advise the director of the museum and, when appropriate, the Secretary of the Smithsonian Institution on issues of concern to the director, the Secretary or the board in all appropriate areas of the museum operations.
- Provide advice, guidance and, as appropriate, recommendations to the Board of Regents, the Secretary and the director on the museum's strategic plans, organizational structure, financial plans and budgets, and broad operational plans and policies, including those for research, collections, exhibitions, public education and administration.
- Aid the museum in strengthening its financial resources by providing leadership, guidance and direct assistance in its efforts to raise funds to support its activities.
- Assist the director's efforts to enhance the museum's public profile and the public's understanding of the museum's activities locally, nationally and internationally.
- Act as advocates and emissaries for the museum and its programs by developing relationships and communicating with the museum's constituents and publics, working closely with the director and museum staff, and respecting the role and policies of the Secretary in advocacy matters.

### ***MEMBERSHIP AND TERMS OF SERVICE***

The board may have up to thirty-one members, to include persons of distinction in their fields and communities and a strong interest in the museum. Members are to include a Regent and four members of high standing within the museum or not-for-profit communities or in the scholarly disciplines of American history. The Secretary, Under Secretary for American Museums and National Programs and the director NMAH are ex officio members.

Members serve a three-year term, renewable for an additional three years. Appointments are staggered to avoid term the expiration of more than one-third of the members in any year. If a member is absent from three or more consecutive regular board meetings, that member's appointment may be terminated by majority vote of the Nominating Committee.

### ***COMMITTEES***

The board has the following minimum standing committees: Nominating, Finance and Program. The board chair may establish ad hoc committees to assist the board.

### ***MEETINGS***

The board must hold not less than two regular meetings each year. A quorum consists of one-half of the total membership. Electronic participation in meetings (that is, by telephone) is permitted.

### **STATUS AS OF SEPTEMBER 30, 2001**

The board had twenty-six members, one of whom was a Regent. In addition to the Nominating and Program Committees, the board had a Development Committee (which also handled the functions of the Finance Committee per the bylaws) and a Technology Committee. The board had three meetings, in February, May and October. Board members were expected to make a \$10,000 annual gift; the four public members were exempt.

## NATIONAL MUSEUM OF THE AMERICAN INDIAN BOARD OF TRUSTEES

### HISTORY

In 1989 Congress ratified an agreement negotiated by the Attorney General of the State of New York, the board of directors of the Heye Foundation, and the Smithsonian Institution that allowed the transfer of the collections of the Heye Foundation to the Smithsonian. The Smithsonian was to establish a National Museum of the American Indian, with a new museum to be constructed on the Mall in Washington, D.C., and a facility in New York City. The legislation passed by Congress states that “The National Museum shall be under a Board of Trustees” and establishes specific requirements for board roles, composition, interaction with Native American communities, and museum facilities.

### BYLAWS

The requirements established by the authorizing legislation and Smithsonian policy are reflected in the bylaws of the museum, approved by the Board of Regents in 1990 and amended in February 1991.

### *FUNCTIONS, POWERS AND DUTIES*

Article I establishes a board of trustees with the following responsibilities: (1) recommend annual operating budgets for the museum to the Board of Regents and carry out audit functions as desired; (2) advise and assist the Board of Regents on administration, operation, maintenance and preservation of the museum; (3) adopt bylaws; (4) designate a chair and officers; and (5) report annually to the Board of Regents on the collections and their display and on other appropriate matters. The board of trustees is to have “sole authority” with respect to policy, acquisitions, use and disposition of the collections; raise funds for the museum and establish development policy; establish policy for museum research and programs; and approve expenditures from the museum endowment.

The board is to consult with the museum director on the budget and museum operations. The director is responsible for managing the museum subject to the policies set by the board.

### *MEMBERSHIP AND TERMS OF SERVICE*

Members of the board are: the Secretary of the Smithsonian; an assistant secretary of the Smithsonian appointed by the Board of Regents; and twenty-three individuals, at least twelve of whom must be Native Americans, appointed by the Board of Regents from a list of nominees recommended by the board of trustees.

Board members may serve up to two three-year terms and must then step down for a year before becoming eligible for reappointment.

### ***COMMITTEES***

The board is to have eight standing committees: Administration and Budget; Collections and Acquisitions; Development; Executive; Information and Technology; Nominations; Program Planning; and Research. All committees other than the Executive and Nominating Committees may have members who are not trustees. The chair of the board is an ex officio member of all committees and has the right to vote. The director of the museum or his designee is to attend committee meetings and assist committee operations.

### ***MEETINGS***

The board must meet at least twice a year. A majority of the members in attendance constitutes quorum.

### **STATUS AS OF SEPTEMBER 30, 2001**

The board had twenty-one members, excluding the ex officio Secretary and the Under Secretary for American Museums and National Programs. Twelve of those members were Native Americans. In addition to the committees specified in the bylaws, the board had one additional standing committee, Repatriation. The Administration and Budget, Development, Information and Technology, and Program Planning Committees had non-trustee members. The board has used teleconferencing at meetings.

The board met twice in 2001, in March and June, in Washington, D.C. A third meeting, scheduled for October in New York, was canceled because of the World Trade Center tragedy.

## **NATIONAL MUSEUM OF THE AMERICAN INDIAN GEORGE GUSTAV HEYE CENTER BOARD OF DIRECTORS**

### **HISTORY**

The board of trustees of the National Museum of the American Indian established a board of directors of the George Gustav Heye Center in 1998 at the request of an existing group of supporters of the Heye Center. The rationale was that the facility in New York City, which is required by law, needed its own board to provide support and to be competitive in raising funds in the city.

### **CHARTER**

The board of trustees approved a charter for the board of directors of the Heye Center in 1998 that establishes the purpose and operations of the center's board, which is designated as a member organization of the National Museum of the American Indian. There have been no amendments to the original charter.

### ***FUNCTIONS, POWERS AND DUTIES***

The Heye Center board is to: work closely with the director of the museum; provide advice, counsel and recommendations to the director and chief administrator of the Heye Center regarding programs and other activities; and provide financial support through giving and fundraising. Through the board, members can also plan and organize activities for the center and make recommendations about operations. The board's efforts should enhance the image and positioning of the Heye Center in the museum community and among patrons of the arts and cultural materials. The charter specifically states that policy and governance of the museum and the center reside with the museum's board of trustees and that day-to-day administration of the center resides with its director and chief administrator.

### ***MEMBERSHIP AND TERMS OF SERVICE***

Membership is by invitation and is extended to prospective supporters of the museum.

### ***COMMITTEES***

The charter specifies only a Nominating Committee.

### ***MEETINGS***

The board is to meet quarterly in New York City. The director of the museum must attend.

**STATUS AS OF SEPTEMBER 30, 2001**

The board had twenty-two members, of whom six were husband and wife teams. Two members were also members of the museum board of trustees. The center's board had five committees: Nominating, Corporate Development & Fundraising, Public Programs, Finance, and Public Relations & Marketing.

The board was scheduled to meet four times in FY2001; meetings were held in December, March and June. Because of the attack on the World Trade Center, the board canceled the September 2001 meeting. Board membership dues were \$10,000 a year. There were no honorary members.

## **NATIONAL MUSEUM OF NATURAL HISTORY BOARD**

### **HISTORY**

The Board of Regents established the board of the National Museum of Natural History in 1989 to provide advice and support to the museum in its three-part mission of research, care of the national collections, and public education in science.

### **BYLAWS**

The Board of Regents approved the bylaws in September 1989 and amended them most recently in 1996.

### ***FUNCTIONS, POWERS AND DUTIES***

The board is to provide guidance, advice and support to the museum on the management and conduct of its operations, within the authority granted by the Board of Regents. The board is to: act in concert with the museum director and, when appropriate, the Smithsonian Secretary on any issues of concern relating to museum activities and operations; enhance the museum's financial strength; provide advice, guidance and, as appropriate, recommendations to the Board of Regents, the Secretary and the museum director on strategic planning, organizational structure, financial plans and budgets, and operational plans and policies, including for research, collections, exhibitions, public education and administration. Further, the board is to assist the Secretary in evaluating the performance of the director and in selecting the director; advocate for the museum and raise its profile; conduct outreach with the constituents and publics of the museum, in coordination with the director, museum staff and the Secretary; and report at least annually to the Board of Regents. The bylaws specify a strong advisory and consultative relationship with the director and, through the committees, with senior staff of the museum.

The director is to report at least annually to the board on the goals, strategies and proposed budget allocations for the museum.

### ***MEMBERSHIP AND TERMS OF SERVICE***

The board may have up to thirty-two members, to include persons of distinction in their fields and communities and with a strong interest in the museum. One member is to be a Regent, and at least six members are to have high standing and interest in the scientific disciplines of the museum. The Secretary, Under Secretary for Science and museum director are ex officio members.

Members serve terms of three years and may not serve more than three consecutive terms.

***COMMITTEES***

The board is to have at least two standing committees: Executive and Nominating.

***MEETINGS***

The board is to meet at least twice a year. The presence of one-half the total membership of the board constitutes a quorum. Electronic participation is allowed.

**STATUS AS OF SEPTEMBER 30, 2001**

The board had eighteen members, excluding the ex officio members, and one emeritus member.

The board had the following committees: Executive, Science, Development, Public Programs, Nominating, and Government Affairs. The board met twice in FY2001, in April and November.

## **NATIONAL PORTRAIT GALLERY COMMISSION**

### **HISTORY**

Public Law 87-443, enacted April 27, 1962, established the National Portrait Gallery Commission and provided for the establishment of the National Portrait Gallery. The statute states that the Smithsonian Board of Regents will prescribe the structure and operation of the commission.

### **BYLAWS**

The Board of Regents approved the latest version of the bylaws in September 2001.

### ***FUNCTIONS, POWERS AND DUTIES***

The commission's primary function is "promoting the administration, development, and utilization of the National Portrait Gallery." In addition, the commission is tasked with "encouraging gifts of funds, portraits, statuary, and other items" and making recommendations to the Secretary regarding "proposed accessions and dispositions of works of art." Finally, the bylaws state that the commission will submit an annual report of recommendations to the Secretary.

### ***MEMBERSHIP AND TERMS OF SERVICE***

The commission is authorized to have twenty-five appointed members, in addition to three ex officio members—the Chief Justice of the Supreme Court, the Secretary (who may be represented by the Under Secretary for American Museums and National Programs) and the director of the National Gallery of Art. In the latest amendment to the bylaws, the term of service is four years, and members can be reappointed for an additional four years after a two-year break in service. Members appointed before September 2001 serve six-year terms and can be reappointed indefinitely.

### ***COMMITTEES***

The board is to have two standing committees: Executive and Collections. The Committee on Collections is tasked with recommending to the commission "general policies regarding the growth, composition and management of the Gallery's collections," as well as the acquisition and disposition of works of art.

### ***MEETINGS***

The commission is to meet twice a year, but the director of the National Portrait Gallery or commission chair may call special meetings. A majority of members constitutes a quorum. Electronic (long distance) participation is allowed.

**STATUS AS OF SEPTEMBER 30, 2001**

The commission had thirteen members. The committees were: Executive, Collections, Nominating, and Development. The commission held a meeting on June 4, 2001 and was scheduled to hold one December 3, 2001. There were three honorary members.

## **NATIONAL POSTAL MUSEUM ADVISORY COMMISSION**

### **HISTORY**

The United States Postal Service (which provided the space for the new museum) and the Smithsonian (which provided the collection) jointly established the National Postal Museum in 1990. The museum opened in 1993. The costs and responsibilities for the museum are divided between the two parties according to an operating agreement signed in November 1990. The operating agreement includes the establishment of an advisory commission.

### **BYLAWS**

Aside from the provisions in the operating agreement that refer to the advisory commission, there are no bylaws.

### ***FUNCTIONS, POWERS AND DUTIES***

According to the operating agreement, the commission is to:

...furnish outside advice, recommendations, and support, in connection with the programs and operations of the NPM [National Postal Museum], to any Smithsonian official or officials who may be responsible for acting upon such advice or recommendations or deciding upon how such support may be used. The Smithsonian may seek the Commission's advice at any time, on any topic, including the appointment of the NPM director and key NPM personnel, under procedures established by the Coordinating Committee.

### ***MEMBERSHIP AND TERMS OF SERVICE***

According to the operating agreement, the commission is to have fifteen members, seven appointed by the Postal Service, five by the Smithsonian, and three by a Coordinating Committee that was set up to implement the operating agreement.

Terms are three years, and no member may serve a third consecutive term.

### ***COMMITTEES***

There are no committees.

### ***MEETINGS***

The operating agreement states that the commission will meet at least annually. A quorum consists of a majority of the members in attendance.

**STATUS AS OF SEPTEMBER 30, 2001**

The commission had eighteen members and no honorary members. There were no committees. The last meeting of the board was November 2000; the next meeting had not been scheduled.

## **NATIONAL POSTAL MUSEUM COUNCIL OF PHILATELISTS**

### **HISTORY**

The Board of Regents established the Council of Philatelists in 1997 to assist the National Postal Museum and its advisory commission. The council is an international group composed primarily of stamp collectors, dealers and specialists.

### **BYLAWS**

The Board of Regents approved the bylaws in May 1997.

### ***FUNCTIONS, POWERS AND DUTIES***

The council has three roles:

- To provide philatelic advice, support and expertise to the director, advisory commission, Secretary and Board of Regents;
- To promote the National Postal Museum's purposes and programs to the nation; and
- To identify and secure private funds for the museum.

### ***MEMBERSHIP AND TERMS OF SERVICE***

The council is limited to thirty-five members, at least one of whom is to be a member of the National Postal Museum Advisory Commission. Members serve terms of three years, renewable for a second three-year term. If a member misses three or more consecutive meetings, the member may be removed by a majority vote of the Nominating Committee.

### ***COMMITTEES***

Standing committees include: Nominating, Fundraising, Education, Publications, Exhibits, and Promotions. Committee members and chairs serve terms of two years.

### ***MEETINGS***

The council meets twice a year. According to the bylaws, the council may be requested to report to the Regents, and "the Secretary will remain the point of contact between the Council and the Board of Regents." A quorum consists of half the current membership, and actions may be taken if approved by a majority at any meeting where there is a quorum. Electronic participation is permitted.

**STATUS AS OF SEPTEMBER 30, 2001**

The council had twenty-four members. The committees were: Nominating, Fundraising, Education, Publications, Exhibits, and Promotions. The board was to meet twice; the last meeting was April 2001, and the second had not been scheduled. Members were encouraged to contribute financially, but there was no set amount.

## **NATIONAL SCIENCE RESOURCES CENTER ADVISORY BOARD**

### **HISTORY**

The Secretary of the Smithsonian Institution and the President of National Academy of Sciences established the National Science Resources Center Advisory Board in 1985.

### **BYLAWS**

There are no bylaws. There is a mission statement and memorandum of understanding dated July 24, 2001 and signed by the Under Secretary for Science of the Smithsonian Institution and the President of the National Academy of Sciences. The memorandum serves a similar purpose to bylaws.

### ***FUNCTIONS, POWERS AND DUTIES***

The purpose of the board is to advise and assist the center on program and policy issues, set internal resource allocation priorities, develop private and public resources, review the annual program plan and review resource materials developed by the center.

### ***MEMBERSHIP AND TERMS OF SERVICE***

The Smithsonian Secretary and the President of the National Academy of Sciences jointly appoint approximately thirty members. Members include research and industrial scientists, corporate executives, educational leaders and experts on emerging education technologies.

Terms of service have been three-year terms, which is the academy tradition, with the possibility of renewal for additional terms of three years. The academy Executive Officer and Smithsonian Under Secretary for Science serve as ex officio members.

### ***COMMITTEES***

The board has one standing committee, the Executive Committee. Occasionally the academy Executive Director establishes ad hoc committees.

### ***MEETINGS***

The board meets annually, by tradition at the academy.

### **STATUS AS OF SEPTEMBER 30, 2001**

The board had twenty-eight members, excluding the ex officio members.

## **NATIONAL ZOOLOGICAL PARK ADVISORY BOARD**

### **HISTORY**

The board was established in 1996 to provide and support the National Zoo in meeting its mission.

### **BYLAWS**

The Regents approved the bylaws in 1996.

### ***FUNCTIONS, POWERS AND DUTIES***

The board is to assist the director on major issues with the zoo's operations; help the zoo in raising funds to support its activities, either directly or by providing advice about or introduction to potential donors; participate as a member of the zoo's external visiting committees to review research or administrative policies; and assist the director in promoting the zoo's activities locally, nationally and internationally.

The board is to report to the Board of Regents, through the Secretary, on the work of the board and its recommendations.

### ***MEMBERSHIP AND TERMS OF SERVICE***

The Board of Regents may have up to fifteen members. Members of the board must have an interest in zoos and biological education and competence to evaluate the zoo's scientific research, exhibits and educational programs. The Secretary, Under Secretary for Science, director of the zoo and the president of the Friends of the National Zoo serve as ex officio members. A member of the Regents should be considered for membership on the board.

Members serve terms of three years and may serve no more than two consecutive terms. The system of appointment is coordinated so that approximately one-third of the terms expire each year.

### ***COMMITTEES***

The board is to have at least two standing committees: Executive and Nominating. The chair of the board may establish ad hoc committees as necessary. Committee chairs and members serve terms of two years. The chair, Under Secretary for Science, director of the zoo and the president of the Friends of the National Zoo serve as ex officio members of all committees.

***MEETINGS***

The board is to meet at least once per year. A quorum is at least half the total membership. Electronic participation is permitted.

**STATUS AS OF SEPTEMBER 30, 2001**

The board had fourteen members and three honorary members. The last meeting was on April 20, 2001; the next was scheduled for December 6, 2001. Committees were: Executive and Nominating.

## **NATIONAL ZOOLOGICAL PARK FRIENDS OF THE NATIONAL ZOO BOARD OF DIRECTORS**

### **HISTORY**

Friends of the National Zoo (FONZ) is a not-for-profit corporation dedicated to supporting the education, conservation, research and recreation missions of the Smithsonian National Zoological Park. Founded in 1958, FONZ supports the zoo by providing and managing education programs, volunteers, grants for zoo scientists and staff, guest services (concessions), and funds for zoo projects.

### **BYLAWS**

The bylaws were adopted in 1958 and most recently amended on October 13, 1995.

### ***FUNCTIONS, POWERS AND DUTIES***

The board administers and manages the affairs of the corporation and supervises the activities of its executive director. Members contribute time, funds and ideas for programs and operations established and overseen by FONZ.

### ***MEMBERSHIP AND TERMS OF SERVICE***

The board is to have no less than fifteen and no more than twenty-nine directors. Members serve terms of three years and may serve no more than three consecutive terms. One of the directors may be proposed by the Secretary of the Smithsonian and appointed by the president with the approval of the board for one three-year term. Directors failing to attend half of all board meetings in one calendar year are deemed resigned, except in extenuating circumstances. Members must be dues-paying members of FONZ in good standing.

### ***COMMITTEES***

Standing committees include Executive, Finance, Education, and Nominating. The Executive Committee consists of the officers of FONZ (president, first vice president, second vice president, treasurer and secretary) and three elected board members and is chaired by the FONZ president. The FONZ treasurer chairs the Finance Committee. Membership on all other committees is by appointment of the FONZ president, with the approval of the board.

The board approved the missions of ten committees on October 27, 1992. The committees are: Administration, Capital Planning, Concessions, Development, Education, Finance and Audit, Membership, Nominating, Publications and Visitor Services.

***MEETINGS***

The board is to meet at least quarterly, and at other times as called by the FONZ president. A quorum is 40 percent of the members.

**STATUS AS OF SEPTEMBER 30, 2001**

The board had twenty-four directors. It met monthly. It had the following committees: Executive, Administration, Education & Technology (encompassing Publications), Finance & Audit, Membership/Marketing, Nominating, Planning & Development, Visitor Services/Concessions, Special Events, ZooFari, and Advisory. The Advisory Committee consisted of ten previous board presidents and members who served in a non-voting capacity.

## SMITHSONIAN AMERICAN ART MUSEUM COMMISSION

### **HISTORY**

In 1906, following a bequest from Harriet Lane Johnston, a federal court recognized the Smithsonian's art collection as a "National Gallery of Art." In 1921 the Board of Regents established the National Gallery of Art Commission, consisting of sixteen members; its function was to promote the gallery and its acquisition of fine arts. A "plan of organization" was adopted. Soon thereafter the commission began approving all art acquisitions by the gallery. After Andrew Mellon gave his European-focused art collection to the nation in 1937 and asked that it be called the National Gallery of Art, the name of the Smithsonian's gallery and its commission were changed to the National Collection of Fine Arts. In 1967 the "plan" of the commission was re-titled "bylaws," and its membership was enlarged to twenty-four. In 1980, by an act of Congress, the museum and its commission were again renamed, this time the National Museum of American Art. In 2000 the museum and commission names were changed by congressional act to the Smithsonian American Art Museum.

### **BYLAWS**

The Board of Regents approved the original organization plan of the commission in 1921 (re-titled bylaws in 1967); the most recent amendment is dated February 1996.

### ***FUNCTIONS, POWERS AND DUTIES***

The commission is to consider matters coming under the jurisdiction of the museum and to report thereon to the Board of Regents. The commission's primary function is to promote the development and utilization of the Smithsonian American Art Museum, including: the acquisition of art; policy advice to the museum director and Regents; and review of proposed acquisitions or deaccessions of art and recommendations thereon to the Secretary for approval. The director, who has authority to purchase art or accept gifts individually valued at \$50,000 or less, is to report such transactions to the commission. The commission has the authority to deaccession and dispose of art from the permanent collection subject to the director's recommendation and specific guidelines detailed in the bylaws.

### ***MEMBERSHIP AND TERMS OF SERVICE***

The Board of Regents appoints the commission, which may have up to twenty-four members. Members of the commission should be knowledgeable about American art. The Secretary of the Smithsonian and the director of the Hirshhorn Museum and Sculpture Garden are to serve as ex officio members, and the museum director is to serve as the ex officio non-voting secretary of the commission.

Members are appointed to four-year terms; a member may serve no more than twelve years, consecutively or intermittently.

### ***COMMITTEES***

The bylaws establish two standing committees, Collections and Nominating. The chairperson may establish ad hoc committees to assist the commission. Members and chairpersons of the committees must be members of the commission.

### ***MEETINGS***

The commission is required to meet at least annually in Washington, D.C. The chairperson may call special meetings. A quorum is defined as one-half plus one of the total membership. Unexcused absences from three or more consecutive meetings may lead to a termination of the appointment.

### **STATUS AS OF SEPTEMBER 30, 2001**

The commission had twenty-three members excluding ex officio members, seven emeritus members, and twenty alumni members. It held two meetings in Washington, D.C. The last meeting was on April 30, 2001; the next was scheduled for November 19, 2001. In addition to Collections and Nominating Committees, there was an ad hoc Campaign Planning Committee. Commissioners were asked to make an annual contribution to the museum or to make an extraordinary gift during each term served.

## **SMITHSONIAN CENTER FOR LATINO INITIATIVES SMITHSONIAN NATIONAL BOARD FOR LATINO INITIATIVES**

### **HISTORY**

The Smithsonian Center for Latino Initiatives was formally established by vote of the Board of Regents in May 1997. The Smithsonian National Board for Latino Initiatives was formed in 1999.

### **BYLAWS**

The Board of Regents approved the board's bylaws in January 1999 and the most recent revisions on May 7, 2001.

### ***FUNCTIONS, POWERS AND DUTIES***

The board's purpose is to: provide advice, support and expertise to the Board of Regents, the Secretary, the Under Secretary for American Museums and National Programs, the director of the Smithsonian Center for Latino Initiatives and the Smithsonian as a whole; build the financial base for Latino initiatives and the center by identifying and securing private funds; and advocate for the center's programs and purposes to the nation and broaden the center's constituencies to further its mission.

Board members are expected to be active participants and attend meetings, review programs and offer advice. Members are to share their expertise with the director and staff of the center. Members are to contribute to the center's fundraising programs and cover their own expenses related to board service.

### ***MEMBERSHIP AND TERMS OF SERVICE***

Membership is limited to no more than twenty-five people. The Secretary is to appoint one ex officio member from the Smithsonian National Board. One member of the Board of Regents serves as an ex officio member.

Membership is for three years with an additional three-year term at the discretion of the center director and the board. Members may not serve more than two consecutive terms. Members may be removed from the board if they miss two consecutive meetings.

The chairperson serves a one-year term and is eligible for reappointment. Other officers may be named as the board decides based on the advice of the Nominating Committee. The Board annually recommends a chair for approval by the Board of Regents at its December meeting.

### ***COMMITTEES***

The bylaws allow for the establishment of an ad hoc Nominating Committee to nominate officers of the board.

### ***MEETINGS***

The board is to hold meetings twice each year. Members must attend in person. A quorum has *BEEN SET AT ONE-THIRD OF THE BOARD IN ATTENDANCE.*

### ***STATUS AS OF SEPTEMBER 30, 2001***

The board had twenty-five members and four ex officio members. It had four committees: Nominating, Executive, Program Development Promotions and Public Relations, and Institutional Issues. The board met in March and June 2001; its fall meeting, scheduled for September, was canceled after September 11. The board was considering a change to three meetings per year. The Executive Committee met in January 2001. In the wake of September 11, the Executive Committee requested that teleconferencing be an option in case of extreme emergency.

Board members were not expected to contribute financially to the center.

## **SMITHSONIAN ENVIRONMENTAL RESEARCH CENTER ADVISORY BOARD**

### **HISTORY**

The Environmental Research Center (SERC) and its facilities have been in operation since 1965. The Board of Regents established the Smithsonian Environmental Research Center Advisory Board on May 5, 1997 to help the center meet its mission: “to increase knowledge about the interactions of organisms with their environment and to disseminate this knowledge to improve the stewardship of the biosphere.”

### **BYLAWS**

The Board of Regents approved the board’s bylaws on May 5, 1997. There are no amendments.

### ***FUNCTIONS, POWERS AND DUTIES***

The bylaws define the functions of members as primarily to advise the center’s director. Board members are expected to review the research and education programs, give operational advice when requested by the director, promote center activities locally and nationally, provide advice on business and marketing strategies, help design and implement the center’s plans, and help the center raise funds “either directly or by providing advice about or introduction to potential donors.” The bylaws state the board is to report to the Board of Regents, through the Secretary, on its work and recommendations.

### ***MEMBERSHIP AND TERMS OF SERVICE***

Board membership is limited to fifteen people. The Secretary, Under Secretary for Science, center director, and the president of Friends of SERC are ex officio members. Board members are to have interest and expertise in at least one of the following areas: scientific research, education, conservation, business administration, public relations or public policy. Members may not serve more than two consecutive three-year terms.

### ***COMMITTEES***

The board is to have standing Executive and Nominating Committees. The chair, in consultation with the director, can appoint members to ad hoc committees as needed. Committee chairs must be members of the board, but not all members of the committees need be board members. Ex officio members of the board are ex officio members of all committees.

***MEETINGS***

The board is to hold at least one meeting a year. A quorum consists of half the current membership. Actions may be taken if approved by a majority at any meeting where there is a quorum. Electronic participation is permitted.

**STATUS AS OF SEPTEMBER 30, 2001**

The board had nine members, excluding three ex officio members. The committees were Executive, Nominating and Science. The board met in June 2001. All members were expected to contribute \$500 annually.

## SMITHSONIAN INSTITUTION COUNCIL

### HISTORY

Secretary S. Dillon Ripley, with the approval of the Board of Regents, established the Smithsonian Institution Council on January 27, 1966 to “advise the Secretary on broad institutional program activities and provide guidance on various subjects affecting the progress of science and learning within the Institution.” The November 2001 council meeting will be its forty-ninth since 1966.

### BYLAWS

The council has no bylaws. The information below is based on its charter, approved by the Board of Regents in 1970, and an operations memorandum dated 1970. The charter defines the role of the board, outlines the membership requirements and establishes basic administrative details.

### *FUNCTIONS, POWERS AND DUTIES*

As written in the charter, the council is “to advise on matters affecting the progress of science and learning within the Smithsonian Institution” and “appraise opportunities for Smithsonian contributions to the advancement of public understanding and positive knowledge in those fields of science, learning, and the arts.” The council is “encouraged to continue and to expand upon the Institution’s use of evaluation panels and outside advisors by providing a medium for the organization of the review of programs and policies, staffing and organization, and the development of resources and public support...[members are] invited to discuss the intellectual and cultural aspects of Institution activities with its officers and professional staff members, with colleagues sharing an interest in particular areas of activity through the formation of committees, and to commission studies and reports. Views expressed by the Council shall be given earnest consideration by the Secretary and Board of Regents.”

### *MEMBERSHIP AND TERMS OF SERVICE*

According to the charter, there are to be no more than twenty-five members. Members are nominated by the Secretary and elected by the Board of Regents for a three-year appointment. Council members are to be selected based on their distinguished scholarship, research and understanding, without regard to institutional affiliation.

### *COMMITTEES*

The charter permits the creation of subcommittees.

***MEETINGS***

The council is to meet twice a year at the Smithsonian to discuss a particular area of interest or import in the activities of the Institution. The Secretary determines each meeting's agenda from suggestions offered by central Smithsonian staff. After the meeting, the council sends a written report of its suggestions and ideas regarding the topic to the Secretary. The council receives a formal written response from the Secretary, "indicating which suggestions might be incorporated."

There is no limit to the number of meetings a member may miss without penalty. Participation by electronic methods is not allowed.

**STATUS AS OF SEPTEMBER 30, 2001**

The council had twenty-five members. There were no standing committees. Between 1966 and 1979 the Council met twice a year on average. From 1979 to the present, the council has met once a year. Its last meeting took place in November 2001.

## **SMITHSONIAN INSTITUTION LIBRARIES BOARD**

### **HISTORY**

The board was officially established in 1998 to help the Smithsonian Institution Libraries meet its mission to serve the Smithsonian Institution “by providing access to information in all forms to Smithsonian scientists, scholars, curators, and staff, as well as others with research needs.”

### **BYLAWS**

The Board of Regents approved the board’s bylaws in May 1998. It approved the most recent amendment approved in May 2001.

### ***FUNCTIONS, POWERS AND DUTIES***

The bylaws outline five main functions: support the libraries personally and through fundraising; advise the director on fundraising and outreach; assist the director on promotion and publicity; advocate for the libraries’ mission, programs and the like to various constituencies; and broaden the libraries’ constituencies.

### ***MEMBERSHIP AND TERMS OF SERVICE***

The board may have up to twenty-five members. The board and the Board of Regents recently approved an amendment to the bylaws changing the duration of the term of service from two to three years, renewable for one additional three-year term. The board may recommend to the Board of Regents appointment of selected individual as honorary members of the board.

### ***COMMITTEES***

The board chair may establish standing committees that may include an Executive and a Nominating Committee. The chair appoints committee members for terms of two years.

### ***MEETINGS***

The bylaws specify that the board hold meetings at least annually in Washington, D.C. The chair may authorize electronic attendance. A quorum consists of half the members.

### **STATUS AS OF SEPTEMBER 30, 2001**

The board had eleven members and was working to build the membership to fifteen. Members were expected to join the Baird Society each year at the \$2,500 level at least. The board met in March and October 2001 and had a conference call in July. There were no honorary members of the board.

## **SMITHSONIAN NATIONAL BOARD**

### **HISTORY**

The Smithsonian National Board was created in 1971 as the National Board of the Smithsonian Associates. Its purpose was to assist the Institution in developing relations with industry, especially by increasing private support for public education and environmental studies goals. In 1973 the board consisted of twenty-six industrial and citizen leaders who were responsible for generating in excess of \$100,000 in corporate contributions for FY1974. Four of those twenty-six members were still serving as honorary members in FY2001. In September 1990 the board changed its name to the Smithsonian National Board.

### **BYLAWS**

The Board of Regents approved the board's bylaws in 1974. They have been amended several times; the Board of Regents adopted the most recent amendment on January 22, 2001.

### ***FUNCTIONS, POWERS AND DUTIES***

The board's roles are to facilitate outreach to the community, informally advise the Secretary, and advance the interests of the Smithsonian, including by raising private funds. The board distributes the funds it raises with the concurrence of the Secretary.

### **MEMBERSHIP AND TERMS OF SERVICE**

The board consists of no more than fifty members. The term of service is three years, renewable once. The chair serves a one-year term, renewable twice. The Smithsonian director of development serves as the board secretary, and the Smithsonian treasurer serves as board treasurer. Ex officio members, in addition to the Secretary, are the chair of the Corporate Membership Program (Office of Development) and the chair of the Smithsonian Women's Committee.

The board may recommend individuals with distinguished service to the Smithsonian for appointment as honorary members. Former board members serve as alumni members. Both honorary and alumni members are entitled to attend meeting and participate on committees except the Executive and Nominating Committees. One-third of the current membership constitutes a quorum for business.

The Nominating Committee nominates a slate of nominees for membership for some, but not all, vacant spots by majority vote. The chair of the Nominating Committee seeks recommendations from board members, former board members, and Smithsonian officers and personnel. The Nominating Committee may remove from membership current members who do not attend two of three consecutive meetings.

### ***COMMITTEES***

The bylaws specify three committees: Executive, Nominating and Smithsonian Fund for the Future (SFF) Fund Committee. The Executive Committee consists of the chair, all vice chairs, the chairs of other committees, and additional board members designated by the board chair. The Nominating Committee consists of six or fewer members appointed by the chair for three-year terms. The Secretary may serve as ex officio member of the Nominating and Executive Committees.

The SFF Fund Committee works with Smithsonian staff to oversee the Smithsonian Fund for the Future, coordinate board fundraising and advise the Secretary on dispersals from the fund. The Fund Committee consists of the board chair and a minimum of seven board members and/or former members.

The Executive Committee may create other committees as needed and terminate them at any time.

### ***MEETINGS***

The board is required to meet at least once each fiscal year in Washington D.C. in the fall and to hold a second meeting in the spring, not necessarily in Washington. A quorum consists of one-third of the membership. The board chair may allow members to participate electronically.

### **STATUS AS OF SEPTEMBER 30, 2001**

The board had forty-one members, excluding the sixteen honorary and seventeen alumni members. In 2001, the board held meetings in Panama in February and Washington, D.C. in April and October. In addition to the Executive, Nominating and SFF Fund Committees, the board had ten more: Governance, Investment, Annual Fund, Corporate Relations, Education, Study Tour and Travel, Liaison, Alumni Relations, Chairman's, and Constituency Development. Members were asked to give an annual gift consistent with their capacity to give. Members were also expected to make a major gift during their term.

## **APPENDIX B**

### **CHARACTERISTICS OF TWENTY-FIVE SMITHSONIAN ADVISORY BOARDS**

The matrix in this appendix provides descriptive characteristics of the twenty-five advisory boards covered by the Office of Policy and Analysis study. Each unit had the opportunity to review the information on its board. Blank cells indicate that the bylaws or activities of the board do not address this topic; they do not mean that the information was not provided or available. Footnotes to the matrix appear at the end of the matrix.

#### **DEFINITIONS USED IN THE MATRIX**

The basic definitions for the characteristics included in the matrix are as follows.

#### **STRUCTURE AND OPERATIONS**

These characteristics refer both to those specified in the bylaws (marked with an \*) and the current practices of the boards.

*Criteria for membership.* Requirements such as philatelic experience or appointment by virtue of holding a federal position.

*Orientation to unit.* (F) means a formal or structured activity with a definite set of materials and procedures used with all new members. (I) means informal activities such as an informational phone calls or packages of materials for individual members.

*Consecutive term limit.* Number of terms a member can serve in succession.

*Absolute term limit.* Total number of terms a member can serve.

#### **COMMITTEES BY FUNCTION**

The types of committees were established either by the bylaws (B) or by the board (E). There may be more than one committee for a specific function, such as separate fundraising and development committees. If one committee covers more than one of the functions listed, multiple functions are marked (for example, a committee that covers administrative and information technology functions). The total number of committees may be smaller than the number of functions marked.

#### **MEMBER CHARACTERISTICS**

This section includes data on the percentage of members by gender and geographic location.

<u>Advisory Board Characteristics</u>		1	2	3	4	5	
As of September 30, 2001 [See Appendix B, Endnotes for references indicated in matrix]		AAA Bd. of Trustees	CFCH Advisory Council	CFCH Folkways Adv.Bd	CHNDM Bd. of Trustees	FSG Board	
<b>Basis</b>	Year established	1970	1976	1987	1978	Freer 1971	Sackler 1985
	Original establishing authority	Regents	Secretary	Secretary	Secretary	Regents	Regents
<b>Bylaws</b>	Original date	1995	1999	1997	1989	1971	1985
	Date of most recent approved amendments	Jun-00			May-96	Jan-01	
<b>Structure and operations</b> * Per bylaws	* Are there any criteria for membership (Y/N)	N	Y	Y	Y	Y	
	* Required number of ex officio members	2	4	1	3	3	
	Current number of honorary/emeriti/alumni	12 [1]			2	1	
	* Maximum number of members (excl. ex officio)	35	12	9	32	40	
	Current number of members (excl. ex officio)	27	10	7	18	23	
	Orientation to unit (F)ormal, (I)nformal	F	I	I	I	F	
	* Term length (years)	3	3	3	3	4	
	* Consecutive term limit (# terms)	2	2	2	3	2	
	* Absolute term limit (# terms)				4	2	
	* Required meetings per year (#)	1	1	1	4	2	
	Number of meetings in CY 2001 (#)	3	1	1	4	2	
	Average length of a meeting ( # hours)	2	7	6	2	5	
	Active use of teleconferencing at meetings (Y/N)	N	N	N	N	N	
	* Report to Regents (Y)es, Thru (S)ec'y, (N)o Frequency of report to Regents (A)nnual, (N)ot * annual	N	S  N	N	S  N	N	

<b>Committees by function</b> B = Per bylaws established E = Board established	Administrative					
	Collections	E			E	B
	Executive	B	B	B	B	E
	Finance/budget				B	B
	Fundraising/development	2E			B	
	Government affairs/repatriation					
	Information technology					
	Nominating	E	B		B	B
	Public affairs/marketing/unit membership	E			B [3]	
	Public programs/exhibitions/education/ publications				2B	E
	Research/science	B [2]				
	Total number of committees	7	2	1	7	5
Non-board members on committees (Y/N)	Y	Y	Y	Y	Y	
<b>Member characteristics (Excluding ex officio members)</b>						
Geographic origin	Northeast U.S. (%)	63	30	14	94	43
	Mid-Atlantic, including D.C. (%)	7	20	14	0	30
	Southeast U.S. (%)	4	10	0	0	0
	Midwest U.S. (%)	11	10	14	0	0
	Western U.S. (%)	15	20	43	6	9
	Southwest U.S. (%)	0	10	0	0	17
	International (%)	0	0	14	0	0
	Total	100	100	100	100	100
Gender	Male Members (%)	52	50	71	61	61
	Female Members (%)	48	50	29	39	39
		100	100	100	100	100

<b>Advisory Board Characteristics</b>		6	7	8	9	10
As of September 30, 2001 [See Appendix B, Endnotes for references indicated in matrix]		HMSG Trustees	NASM Adv. Bd.	NASM Nat'l Bd.	NMAfA Commission	NMAH Board
<b>Basis</b>	Year established	1966	1946	1998	1979	1997
	Original establishing authority	Congress	Congress	Regents	Congress	Regents
<b>Bylaws</b>	Original date	1971	1946/66 [4]	1998	1979	1997
	Date of most recent approved amendments	Apr-00	Public Laws		May-01	Sep-00
<b>Structure and operations</b>	* Are there any criteria for membership (Y/N)	N	Y	Y	N	Y
	* Required number of ex officio members	2	4	3	1	3
* Per bylaws	Current number of honorary/emeriti/alumni			3	3	
	* Maximum number of members (excl. ex officio)	23	10	32	20	31
	Current number of members (excl. ex officio)	14	8	29	13	26
	Orientation to unit (F)ormal, (I)nformal	I		I	I	I
	* Term length (years)	4	N/A	3	3	3
	* Consecutive term limit (# terms)	3	N/A	2		2
	* Absolute term limit (# terms)		N/A			2
	* Required meetings per year (#)	2	1	2	2	2
	Number of meetings in CY 2001 (#)	3	1	3	2	3
	Average length of a meeting ( # hours)	2.5	1	5	2	5
	Active use of teleconferencing at meetings (Y/N)	Y		N	N	Y
	* Report to Regents (Y)es, Thru (S)ec'y, (N)o	N	N	S	S	S
	Frequency of report to Regents (A)nnual, (N)ot					
	* annual			A	N	N

<b>Committees by function</b> B = Per bylaws established E = Board established	Administrative	2E				
	Collections	B			B	
	Executive	B		B	B	
	Finance/budget	E				B [5]
	Fundraising/development	E			B	E
	Government affairs/repatriation					
	Information technology					E
	Nominating	B		B	B	B
	Public affairs/marketing/unit membership					
	Public programs/exhibitions/education/publications	E		E		B
	Research/science					
	Total number of committees	8		3	4	4
	Non-board members on committees (Y/N)	Y		Y	Y	Y
<b>Member characteristics (Excluding ex officio members)</b>						
Geographic origin	Northeast U.S. (%)	36	0	21	31	15
	Mid-Atlantic, including D.C. (%)	43	100	31	31	35
	Southeast U.S. (%)	0	0	14	0	4
	Midwest U.S. (%)	14	0	3	15	8
	Western U.S. (%)	7	0	14	23	27
	Southwest U.S. (%)	0	0	17	0	12
	International (%)	0	0	0	0	0
	Total	100	100	100	100	100
Gender	Male Members (%)	57	88	79	69	77
	Female Members (%)	43	13	21	31	23
		100	100	100	100	100

<b>Advisory Board Characteristics</b> As of September 30, 2001 [See Appendix B, Endnotes for references indicated in matrix]		11 NMAI Bd. of Trustees	12 NMAI Directors (Heye)	13 NMNH Board	14 NPG Commission	15 NPM Adv. Commission
<b>Basis</b>	Year established	1989	1998	1989	1962	1990
	Original establishing authority	Congress	NMAI	Regents	Congress	Secretary
<b>Bylaws</b>	Original date	1990	1998	1989	1962	1990
	Date of most recent approved amendments	Feb-91	[Charter]	Feb-96	Sep-01	[Operating]
<b>Structure and operations</b>	* Are there any criteria for membership (Y/N)	Y	Y	Y	N	Y
	* Required number of ex officio members	2		3	3	1
* Per bylaws	Current number of honorary/emeriti/alumni			1	3	
	* Maximum number of members (excl. ex officio)	23	30	32	25	15
	Current number of members (excl. ex officio)	21	22	18	13	18
	Orientation to unit (F)ormal, (I)nformal	F	I	I	F	F
	* Term length (years)	3		3	4	3
	* Consecutive term limit (# terms)	2		3	2	2
	* Absolute term limit (# terms)					
	* Required meetings per year (#)	2	4	2	2	1
	Number of meetings in CY 2001 (#)	2	3 [7]	2	2	
	Average length of a meeting ( # hours)	5	2	5	7	
	Active use of teleconferencing at meetings (Y/N)	Y	Y	N	N	
	* Report to Regents (Y)es, Thru (S)ec'y, (N)o	Y	N	S	N	
	Frequency of report to Regents (A)nnual, (N)ot * annual	A		A		

<b>Committees by function</b> B = Per bylaws established E = Board established	Administrative	B [6]				
	Collections	B			B	
	Executive	B		B	B	
	Finance/budget	B [6]	E			
	Fundraising/development	B	E	E	E	
	Government affairs/repatriation	E		E		
	Information technology	B				
	Nominating	B	B	B	E	
	Public affairs/marketing/unit membership		E			
	Public programs/exhibitions/education/publications	B	E	E		
	Research/science	B		E		
	Total number of committees	9	5	6	4	
	Non-board members on committees (Y/N)	Y	N	Y	N	
<b>Member characteristics (Excluding ex officio members)</b>						
Geographic origin	Northeast U.S. (%)	24	86	11	46	6
	Mid-Atlantic, including D.C. (%)	19	0	33	31	50
	Southeast U.S. (%)	0	0	6	8	11
	Midwest U.S. (%)	5	0	6	8	17
	Western U.S. (%)	14	5	17	8	6
	Southwest U.S. (%)	29	5	22	0	11
	International (%)	10	5	6	0	0
	Total	100	100	100	100	100
Gender	Male Members (%)	57	45	78	62	67
	Female Members (%)	43	55	22	38	33
		100	100	100	100	100

<b>Advisory Board Characteristics</b> As of September 30, 2001 [See Appendix B, Endnotes for references indicated in matrix]		16 NPM Council of Philatelists	17 NSRC Adv. Bd	18 NZZ Board	19 NZZ FONZ	20 SAAM Commission
<b>Basis</b>	Year established	1997	1985	1996	1958	1921
	Original establishing authority	Regents	Secretary	Regents	(501-C)	Regents
<b>Bylaws</b>	Original date	1997	2001	1996	1958	1921
	Date of most recent approved amendments		[MOU]		Oct-95	Feb-96
<b>Structure and operations</b>	* Are there any criteria for membership (Y/N)	Y	Y	Y	N	Y
	* Required number of ex officio members	3		4		2
* Per bylaws	Current number of honorary/emeriti/alumni			3	10	27
	* Maximum number of members (excl. ex officio)	35		15	29	24
	Current number of members (excl. ex officio)	24	28	14	24	23
	Orientation to unit (F)ormal, (I)nformal	I	I			F
	* Term length (years)	3	3	3	3	4
	* Consecutive term limit (# terms)	2		2	3	3
	* Absolute term limit (# terms)	2			3	3
	* Required meetings per year (#)	2	1	1	4	1
	Number of meetings in CY 2001 (#)	1	1	2	12	2
	Average length of a meeting ( # hours)		9	5	2	3
	Active use of teleconferencing at meetings (Y/N)	N	N	N	N	N
	* Report to Regents (Y)es, Thru (S)ec'y, (N)o	S	N	S	N	N
	Frequency of report to Regents (A)nnual, (N)ot					
	* annual	N		N		

<b>Committees by function</b> B = Per bylaws established E = Board established	Administrative				2E	
	Collections					B
	Executive		E [8]	B	B	
	Finance/budget				B	
	Fundraising/development	B			3E	E
	Government affairs/repatriation					
	Information technology					
	Nominating	B	E [8]	B	B	B
	Public affairs/marketing/unit membership	B			2E	
	Public programs/exhibitions/education/publications	3B			B	
	Research/science					
	Total number of committees	6	1	2	11 [9]	3
	Non-board members on committees (Y/N)	Y	N	Y	Y	Y
<b>Member characteristics (Excluding ex officio members)</b>						
Geographic origin	Northeast U.S. (%)	21	21	7	0	22
	Mid-Atlantic, including D.C. (%)	17	43	86	100	22
	Southeast U.S. (%)	4	0	7	0	17
	Midwest U.S. (%)	8	11	0	0	9
	Western U.S. (%)	8	14	0	0	13
	Southwest U.S. (%)	17	7	0	0	17
	International (%)	25	4	0	0	0
	Total	100	100	100	100	100
Gender	Male Members (%)	79	75	57	58	65
	Female Members (%)	21	25	43	42	35
		100	100	100	100	100

<b>Advisory Board Characteristics</b>		21	22	23	24	25
As of September 30, 2001		SNBLI	SERC	SIL	SI	National
[See Appendix B, Endnotes for references indicated in matrix]		Board	Adv. Bd	Board	Council	Board
<b>Basis</b>	Year established	1999	1997	1998	1966	1971
	Original establishing authority	Regents	Regents	Regents	Regents	Regents
<b>Bylaws</b>	Original date	1999	1997	1998	1970	1974
	Date of most recent approved amendments	May-01		May-01	[Charter]	Jan-01
<b>Structure and operations</b>	* Are there any criteria for membership (Y/N)	Y	Y	Y	Y	N
	* Required number of ex officio members	2	4	2		3
* Per bylaws	Current number of honorary/emeriti/alumni					33
	* Maximum number of members (excl. ex officio)	25	15	25	25	50
	Current number of members (excl. ex officio)	25	9	11	25	41
	Orientation to unit (F)ormal, (I)nformal	I	I	I	I	I
	* Term length (years)	3	3	3	3	3
	* Consecutive term limit (# terms)	2	2	2	3	2
	* Absolute term limit (# terms)	2		2		2
	* Required meetings per year (#)	2	1	1	2	2
	Number of meetings in CY 2001 (#)	2	1	3	1	3
	Average length of a meeting ( # hours)	6.5	4	5	20	20
	Active use of teleconferencing at meetings (Y/N)	Y	N	Y	N	Y
	* Report to Regents (Y)es, Thru (S)ec'y, (N)o	N	S	S	N	S
	Frequency of report to Regents (A)nnual, (N)ot					
	* annual		N	N		N

<b>Committees by function</b> B = Per bylaws established E = Board established	Administrative	E				4E
	Collections					
	Executive	E	B			B
	Finance/budget					BE
	Fundraising/development	E				4E
	Government affairs/repatriation					
	Information technology					
	Nominating	B	B			B
	Public affairs/marketing/unit membership					
	Public programs/exhibitions/education/publications					E
Research/science			E			
Total number of committees	4	3				13 [10]
Non-board members on committees (Y/N)	N	Y				Y
<b>Member characteristics (Excluding ex officio members)</b>						
Geographic origin	Northeast U.S. (%)	8	0	36	28	17
	Mid-Atlantic, including D.C. (%)	28	78	64	16	22
	Southeast U.S. (%)	16	0	0	4	12
	Midwest U.S. (%)	8	0	0	16	12
	Western U.S. (%)	28	11	0	20	12
	Southwest U.S. (%)	12	11	0	12	20
	International (%)	0	0	0	4	5
	Total	100	100	100	100	100
Gender	Male Members (%)	76	67	55	56	68
	Female Members (%)	24	33	45	44	32
		100	100	100	100	100

## NOTES:

1. Includes members of the Trustee Council.
2. The Advisory Committee, which advises the senior staff, board and director of the Archives and functions independently of the board of trustees.
3. Detailed in the bylaws but not formulated at this time.
4. The originating federal law establishing the museum and board was enacted in 1946. The most recent amendment to the law was enacted in 1966, which also changed the name of the museum.
5. Required per the bylaws; however, the functions of this committee have been incorporated into the Development Committee.
6. One committee, Administration and Budget, serves both these functions.
7. The board canceled the meeting scheduled for September 2001 in New York City because of the World Trade Center tragedy.
8. The Smithsonian Institution and the National Academy of Sciences signed a Memorandum of Understanding on July 24, 2001 that provides direction in these areas.
9. Several committees of the Friends of the National Zoo board can be classified under several functions. Two are administrative—Advisory and Administration; three are fundraising/development—Planning & Development, Special Events and ZooFari; and two are public affairs/marketing/unit membership—Membership/Marketing and Visitor Services/Concessions.
10. Several committees of the Smithsonian National Board can be classified under several functions. Four are administrative—Governance, Chairman's, Study Tour and Travel and Liaison; two are related to finance/budget—Investment and Smithsonian Fund for the Future (SFF) Fund; and four are fundraising/development—Alumni Relations, Corporate Relations, Annual Fund and Constituency Development.

**APPENDIX C**  
**SMITHSONIAN ADVISORY BOARD INTERVIEWEES**

**ARCHIVES OF AMERICAN ART BOARD OF TRUSTEES**

Gilbert S. Edelson	New York, NY
Ruth Feder*	New York, NY
Barbara G. Fleischman	New York, NY
John K. Howat	New York, NY
Helen I. Jessup	Norfolk, CT
Alan D. Levy*	Los Angeles, CA
Frank Martucci, <i>chair</i>	New York, NY
Samuel C. Miller	New York, NY
Philippa Polskin	New York, NY
Marla Prather	New York, NY
Rona Roob*	New York, NY
Marilyn Schlain	Bloomfield Hills, MI
Judith Ogden Thomson	Princeton, NJ

**TRUSTEES COUNCIL**

Max N. Berry*	Washington, DC
Raymond Horowitz*	New York, NY

**CENTER FOR FOLKLIFE AND CULTURAL HERITAGE ADVISORY COUNCIL**

Barbara Kirshenblatt-Gimblett	New York, NY
John Kuo Wei Tchen, <i>chair</i>	New York, NY
Ricardo Trimillos	Honolulu, HI

**CENTER FOR FOLKLIFE AND CULTURAL HERITAGE FOLKWAYS ADVISORY BOARD**

Michael Asch, <i>chair</i>	Victoria, British Columbia
Phyllis Barney	Washington, DC
Ella Jenkins	Chicago, IL
Anthony Seeger	Los Angeles, CA

\* Interviewed as part of the study of the Archives of American Art, National Portrait Gallery and Smithsonian American Art Museum conducted by the Office of Policy and Analysis in FY2000 and 2001.

**COOPER-HEWITT, NATIONAL DESIGN MUSEUM BOARD OF TRUSTEES**

Kathleen B. Allaire, <i>chair</i>	New York, NY
Agnes C. Bourne	San Francisco, CA
William Drenttel	Falls Village, CT
Anne B. Ehrenkranz	New York, NY
Harvey M. Krueger	New York, NY
Elaine La Roche	New York, NY
Jeffrey T. Leeds	New York, NY
Richard Meier	New York, NY
Maureen Miskovic	New York, NY
Edward A. Weinstein	New York, NY

**FREER GALLERY OF ART AND ARTHUR M. SACKLER GALLERY BOARD**

Richard Danziger	New York, NY
Mary Patricia Wilkie Ebrahimi	Denver, CO
Nancy Fessenden, <i>chair</i>	New York, NY
Kurt Gitter	New Orleans, LA
Cynthia Helms	Washington, DC
Ann R. Kinney	New York, NY
H. Christopher Luce	New York, NY
Paul Marks	Alexandria, VA
Martin Powers	Ann Arbor, MI
Gursharan Sidhu	Menlo Park, CA
Michael Sonnenreich	Washington, DC
Elizabeth ten Grotenhuis	Boston, MA

**HIRSHHORN MUSEUM AND SCULPTURE GARDEN BOARD OF TRUSTEES**

Robert Lehrman, <i>chair</i>	Washington, DC
Melva Bucksbaum	New York, NY
J. Tomilson Hill	New York, NY
Steven Mnuchin	New York, NY
Marvin Mordes	Baltimore, MD
Ponchitta Pierce	New York, NY
Robert Rosenblum	New York, NY
Audrey Weil	Columbus, OH

**NATIONAL AIR AND SPACE MUSEUM ADVISORY BOARD**

Sam Johnson	Washington, DC
Daniel Mulville	Washington, DC
Susan Wu	Huntsville, AL
Richard Hallion (represented Air Force Chief of Staff)	Washington, DC

**NATIONAL AIR AND SPACE MUSEUM NATIONAL BOARD**

Ronald W. Allen	Atlanta, GA
Armando C. Chapelli, Jr.	Miami, FL
Kenneth E. Gazzola	New York, NY
John T. Hazel	Falls Church, VA
Robert L. James, <i>chair</i>	Greenwich, CT
Thomas G. Morr	Washington, DC
John Safer	McLean, VA
Robert C. Seamans, Jr.	Beverly Farms, MA
Carrington Williams	McLean, VA

**NATIONAL MUSEUM OF AFRICAN ART COMMISSION**

Edward J. Casselle	Washington, DC
Charles L. Frankel	San Francisco, CA
Valerie Franklin	Woodland Hills, CA
James L. Gibbs, Jr.	Stanford, CA
Barry Hecht	Bethesda, MD
Elliot Lawrence	New York, NY
Brian S. Leyden	New York, NY
Robert H. Nooter	Washington, DC
Sharon F. Patton	Oberlin, OH
Frieda Rosenthal, <i>chair</i>	Harrison, NY

**NATIONAL MUSEUM OF AMERICAN HISTORY BOARD**

Ivan Selin, <i>chair</i>	Washington, DC
David Behring	Danville, CA
Alison Bernstein	New York, NY
H.P. Pete Claussen	Knoxville, TN
Richard Darman	Washington, DC
David Fields	Newport Beach, CA
Robert F. Hemphill, Jr.	Bethesda, MD
Irene Hirano	Los Angeles, CA
James R. Mellor	Laguna Beach, CA
Elihu (Elly) Rose	New York, NY

**NATIONAL MUSEUM OF THE AMERICAN INDIAN BOARD OF TRUSTEES**

James A. Block	New York, NY
Ellsworth H. Brown	Pittsburgh, PA
Elouise Cobell	Browning, MT
Vine Deloria, Jr.	Golden, CO
Doug George	Oneida Castle, NY
Dwight Gourneau	Rochester, MN
Peter Johnson	Maspeth, NY
Henrietta Mann	Bozeman, MT
Rosita Worl	Juneau, AK
Phyllis Young, <i>chair</i>	Fort Yates, ND

**NATIONAL MUSEUM OF THE AMERICAN INDIAN GEORGE GUSTAV HEYE  
CENTER BOARD OF DIRECTORS**

Charles M. Diker	New York, NY
Valerie Diker	New York, NY
James A. Block	New York, NY
Margot Ernst	New York, NY
Ann R. Roberts	New York, NY
Jane F. Safer	New York, NY
Ellen Taubman	New York, NY

**NATIONAL MUSEUM OF NATURAL HISTORY BOARD**

Paula Apsell	Boston, MA
William B. Ellis	Glastonbury, CT
Robert Malott	Chicago, IL
Jeffrey Meyer	San Mateo, CA
Emilio F. Moran	Bloomington, IN
Nancy R. Moran	Flagstaff, AZ
Yolanda T. Moses	Washington, DC
Paul G. Risser	Corvallis, OR
Marshall Turner	San Francisco, CA
Howard H. Williams III, <i>chair</i>	Washington, DC

**NATIONAL PORTRAIT GALLERY COMMISSION**

Anthony C. Beilenson,	Chevy Chase, MD
David Levering Lewis	New York, NY
Joan A. Mondale	Minneapolis, MN
Barbara Novak, <i>chair</i>	New York, NY
Honorary member:	
Bette Bao Lord	New York, NY

**NATIONAL POSTAL MUSEUM ADVISORY COMMISSION**

Winton M. Blount, <i>chair</i>	Montgomery, AL
John Campo	Washington, DC
Arthur Morowitz	New York NY
James E. Pehta	Oak Brook, IL
Elizabeth C. Pope	St. Louis MI
Robert Rider	Bridgeville, DE
Edwin M. Schmidt	Springfield, VA

**NATIONAL POSTAL MUSEUM COUNCIL OF PHILATELISTS**

Thomas (Tom) Alexander	Kansas City, MO
Tim Hirsch	United Kingdom
Wilson Hulme II	Morristown, NJ
Myron Kaller	New York, NY
Alvin (Bob) Kantor	Bellevue, WA
Marge Kantor	Bellevue, WA
David Sundman	Littleton, NH
Donald Sundman	Camden, NY
Betsy Towle	Tucson, AZ

### **NATIONAL SCIENCE RESOURCES CENTER ADVISORY BOARD**

Gaurdie E. Banister	Houston, TX
Ann Bay	Mount Vernon, VA
Goéry Delacôte	San Francisco, CA
Joyce Dutcher	Houston, TX
Elsa Garmire	Hanover, NH
S. Anders Hedberg, <i>chair</i>	Princeton, NJ
David Jenkins	Washington, DC
John W. Layman	College Park, MD
Thomas T. Liao	Stony Brook, NY
Karen L. Worth	Newton, MA

### **NATIONAL ZOOLOGICAL PARK ADVISORY BOARD**

Edith A. Cecil	Washington, DC
David Challinor	Washington, DC
Richard M. Heller	Nashville, TN
Alberta Allen (Missy) Kelly	Bethesda, MD
Franchon M. Smithson	Westport, CT
Henry (Hank) M. Strong	Washington, DC

### **NATIONAL ZOOLOGICAL PARK FRIENDS OF THE NATIONAL ZOO BOARD OF DIRECTORS**

David Perry	Washington, DC
Lloyd Howell	Alexandria, VA
Alberta Allen (Missy) Kelly	Bethesda, MD
Tom Arundel	Washington, DC
Jeanne Beekhuis	Washington, DC
Richard Hotvedt	Washington, DC
Jeffrey Lande	Arlington, VA
Christopher Capuano	Washington, DC
Grace Y. Toh	McLean, VA

**SMITHSONIAN AMERICAN ART MUSEUM COMMISSION**

Ann Cousins*	Atlanta, GA
James F. Dicke, II*	New Bremen, OH
Shelby M. Gans*	Lafayette, CA
Elizabeth Gosnell*	New York, NY
Linda Lichtenberg Kaplan*	Washington, DC
William G. Kerr*	Wilson, WY
Henry Luce, III*	New York, NY
Peter Lunder*	Dexter, ME
Jesús Moroles*	Rockport, TX
Richard J. Schwartz*	New York, NY
Ferdinand T. Stent, <i>chair</i> *	Stone Mountain, GA
Nan Tucker McEvoy*	San Francisco, CA
David S. Purvis*	Weston, CT

**SMITHSONIAN ENVIRONMENTAL RESEARCH CENTER ADVISORY BOARD**

Beth Stevens	McLean, VA
William R. Sweeney, Jr.	McLean, VA
Kathleen Wagner, <i>chair</i>	Bala Cynwyd, PA

**SMITHSONIAN INSTITUTION COUNCIL**

Neal Benezra	Chicago, IL
Ellsworth H. Brown	Pittsburgh, PA
Deborah L. Mack	Cincinnati, OH
Clifton Arthur Poodry	Bethesda, MD
Richard J. Powell	Durham, NC
Irene T. (Mimi) Quintanilla	San Antonio, TX
Igor I. Sikorsky, Jr.	Wethersfield, CT
Lowery Stokes Sims	New York, NY
Elisabeth S. Vrba	New Haven, CT
Rubie Watson, <i>chair</i>	Cambridge, MA
Akemi Kikumura-Yano	Los Angeles, CA

**SMITHSONIAN INSTITUTION LIBRARIES BOARD**

Brian J. Heidtke	New York, NY
Frank J. Quirk	Alexandria, VA
Rosemary L. Ripley, <i>chair</i>	New York, NY

### SMITHSONIAN NATIONAL BOARD FOR LATINO INITIATIVES

Gilberto Cárdenas	Notre Dame, IN
Jesus Chavarria	Santa Barbara CA
Miriam Cruz	Washington, DC
Abel López	Washington, DC
Diane Medina	Burkbank, CA
Edward James Olmos	Burbank, CA
H. R. Bert Peña	Washington, DC
Esteban E. Torres, <i>chair</i>	West Covina, CA
Joseph Wiscovitch	New York, NY
Fernando Zazueta	San Jose, CA

### SMITHSONIAN NATIONAL BOARD

Max N. Berry, <i>chair</i>	Washington, DC
L. Hardwick Caldwell, III	Chattanooga, TN
Peter Claussen	Knoxville, TN
Laurel Cutler	New York, NY
Frank A. Daniels, Jr.	Raleigh, NC
Archie W. Dunham	Houston, TX
Jane B. Eisner	Los Angeles, CA
Patricia Frost	Miami, FL
Stephen Hamblett	Providence, RI
John D. Macomber	Washington, DC
Michael Peter McBride	Homer, AK
Charles H. Moore	Washington, DC
Henry R. Muñoz, III	San Antonio, TX
Mary Ourisman	Washington, DC
Thomas F. Pyle, Jr.	Madison, WI
David M. Silfen	New York, NY
Helen B. Spaulding	Manchester, MA
Daniel W. Yohannes	Denver, CO

Ex officio member:  
Harriet Fraunfelder, *chair, Women's Committee*

**APPENDIX D**  
**SMITHSONIAN STAFF INTERVIEWEES AND STUDY PARTICIPANTS**

**ARCHIVES OF AMERICAN ART**

J. L. Skip Moellman  
Dianne Niedner  
Richard Wattenmaker, *director*

**CENTER FOR FOLKLIFE AND CULTURAL HERITAGE**

Rachelle Hardy  
Richard Kurin, *director*  
Dan Sheehy

**COOPER-HEWITT, NATIONAL DESIGN MUSEUM**

Linda Dunne  
Thomas Reynolds  
Paul Thompson, *director*

**FREER GALLERY OF ART/ARTHUR M. SACKLER GALLERY**

Milo Beach, *former director*  
Jessica Lee  
Beverly With

**HIRSHHORN MUSEUM AND SCULPTURE GARDEN**

James Demetrian, *former director*  
Beverly Pierce  
Laurie James  
Maureen Turman

**NATIONAL AIR AND SPACE MUSEUM**

Patricia Bellacicco  
John Benton  
John Fay  
Don Lopez, *deputy director*  
Scotty O'Connell

**NATIONAL MUSEUM OF AFRICAN ART**

Patricia Fiske  
Holly Laffoon  
Roslyn Walker, *director*

**NATIONAL MUSEUM OF AMERICAN HISTORY**

Martha Morris, *deputy director*  
Elizabeth Perry  
Jessica Walker

**NATIONAL MUSEUM OF THE AMERICAN INDIAN AND THE GEORGE GUSTAV HEYE CENTER**

Elizabeth Duggal  
Lauryn Grant  
Hayes Lavis  
Annabelle Toledo  
John Haworth  
Catherine Morrison  
Richard West, *director*

**NATIONAL MUSEUM OF NATURAL HISTORY**

Donna Attaway-Dancy

**NATIONAL PORTRAIT GALLERY**

Pie Friendly  
Marc Pachter, *director*

**NATIONAL POSTAL MUSEUM**

Palone Bazile  
Miguel Bretos, *acting director*  
James Bruns, *former director*  
Paul Pietsch  
Bridget Reddick

**NATIONAL SCIENCE RESOURCE CENTER**

Gail Greenberg  
Douglas Lapp, *former director*  
Sally Shuler, *director*

**NATIONAL ZOOLOGICAL PARK AND FRIENDS OF THE NATIONAL ZOO**

Fran Bernstein  
Jim Schroeder  
Lucy Spelman, *director*

**OFFICE OF THE UNDER SECRETARY FOR SCIENCE**

Neil Kotler

**OFFICE OF MEMBERSHIP AND DEVELOPMENT**

Kirsten Rasmussen  
Mark Thoreson, *acting director*  
Beverly Toussaint

**SMITHSONIAN AMERICAN ART MUSEUM**

Shelley Block  
Betsy Broun, *director*  
Charles Robertson

**SMITHSONIAN CENTER FOR LATINO INITIATIVES**

Maribel Kalata  
Refugio Rochin, *director*

**SMITHSONIAN ENVIRONMENTAL RESEARCH CENTER**

Ross Simons, *director*  
Kathie Suite

**SMITHSONIAN INSTITUTION LIBRARIES**

Gwen Leighty



