



City of Arts & Innovation

Metropolitan Museum Board Memorandum

TO: METROPOLITAN MUSEUM BOARD **DATE: DECEMBER 11, 2019**

FROM: BOARD DEVELOPMENT COMMITTEE

SUBJECT: NOMINATIONS FOR METROPOLITAN MUSEUM BOARD OFFICERS' POSITIONS VACANT AS OF MARCH 1, 2020

ISSUE:

To discuss and solicit nominations for Metropolitan Museum Board officers' positions vacant as of March 1, 2020.

RECOMMENDATION:

That the Metropolitan Museum Board discuss and solicit nominations for the 2020 officer positions.

BACKGROUND:

The Metropolitan Museum Board (MMB) formerly convened an *ad hoc* Nominating Committee whose sole purpose was nominating Board officers. At its meeting on June 13, 2018, the MMB established the Nominating Committee as a standing committee rather than an *ad hoc* committee. At its meeting on October 10, 2018, the MMB approved changing the name of the Nominating Committee to the Board Development Committee (Committee) and expanding its scope to include Board member cultivation, orientation, and development of opportunities to build understanding of Museum matters.

The election of officers is to be conducted annually, from the slate proposed by the Board Development Committee or from nominations from the floor. The MMB has two (2) officers: Chair and Vice-Chair. All officers shall be elected by the members for a term of one year. A member may serve no more than two successive years in the same office. Terms begin March 1 or when the election is held.

Below is a chart of past board officers.

<u>Month/Year</u>	<u>Chair</u>	<u>Vice Chair</u>
March 2019	Mary Hughes	Todd Carpenter*
March 2018	Mary Hughes	Todd Carpenter
February 2017	Elio Palacios, Jr.	Mary Hughes
April 2015	Chuck Wilson	Elio Palacios, Jr.
July 2013	Dave Barnhart	Chuck Wilson
March 2012	James J. Perry	David Barnhart
November 2011	Venita Jorgensen	James J. Perry
January 2011	Venita Jorgensen	Barry C. Johnson

* Board tenure ends 3/1/20

Per Metropolitan Museum Board Standing Rules document Section 5: OFFICERS (Charter § 804)

- A. The Board shall have at least two officers, Chair and Vice-Chair, and such other officers as it deems necessary.
- B. The Chair shall preside over all meetings of the Board and shall have the same rights as other members, except the Chair shall not make or second a motion. The Chair shall have the right to vote on all matters. The Chair shall sign all documents on behalf of the Board after such documents have been approved by the Board, and shall perform other such duties and delegated responsibilities as may be imposed upon the Chair by the Board.
- C. In the absence of the Chair, the Vice-Chair shall assume all the duties and powers of the Chair. In the absence of the Chair, all actions taken by the Vice-Chair shall have the same force and effect as if taken by the Chair.
- D. The election of officers shall be conducted annually at the first meeting in March.
- E. All officers shall be elected by the members for a term of one year. A member may serve no more than two successive years in the same office.
- F. Election of officers shall be conducted in a manner prescribed by the Board.
- G. In the event of the resignation or removal of the Chair during the year, the Vice-Chair shall become the Chair and a new election shall be held for Vice-Chair. In the event of the resignation or removal of any other officer, a new election shall be held to fill the vacant office.
- H. If the Chair and Vice-Chair are both absent at any meeting of the Board, the Board shall elect a Chair Pro Tem, which shall perform all duties of the Chair.

DISCUSSION:

The nominations from the December 11, 2019 Metropolitan Museum Board meeting will be discussed by the Committee at the January 24, 2020 Committee meeting. The Committee will present the slate of nominees and a formal recommendation for Chair and Vice-Chair to the MMB at the February 26, 2020 MMB meeting. Please submit any nominations not discussed at the December 11, 2019 MMB meeting to Committee Chair Peggy Barnhart by January 23, 2020.

FISCAL IMPACT:

There is no fiscal impact associated with this report.

Prepared by:	Robyn G. Peterson, Ph.D., Museum Director
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