

ARTICLE VI BOARD OF DIRECTORS

Section 1. The chairman of the board, president, vice president, secretary, treasurer, two regular members, and one member of the advisory staff shall serve as the board of directors.

- A. The immediate past president shall serve as the chairman of the board.
 1. The immediate past president shall be the president preceeding the president now holding office.
 2. In the event the immediate past president is unable to serve as chairman of the board for a period exceeding four months the board of directors shall appoint a regular member in good standing to fill this position. Said member shall serve until the position can be filled in the regular manner.
- B. The two regular members elected to the board of directors shall be elected at the annual general election and their terms shall be staggered. They shall not serve more than two consecutive terms.

Section 2. Board meetings shall be open to the regular membership, but only board members may vote at such meetings.

Section 3. Any member of the board of directors who absents himself from four (4) consecutive meetings of the board may have his office declared vacant by a majority vote of the directors present at a duly called meeting of the board of directors at which a quorum is present.

Section 4. Subject to the limitations of the articles of Incorporation and these by-laws, the board of directors shall have the power to:

- A. Conduct, manage, and control the affairs and business of the association, and to make or approve such rules and regulations as it deems necessary for the efficient operation of the association.
- B. To approve or disapprove applications for membership.
- C. To appoint such agents or employees other than named in these by-laws, as shall be deemed necessary for the transaction of the business of the association.
- D. To borrow money of incur indebtedness for the purposes of the association, and to cause to be executed and delivered therefore, in the association's name, promissary notes, bonds, deeds of trust, mortgages, pledges, hypothecations, or other evidences of debt, and securities therefore.
- E. All other duties and powers as outlined in these by-laws or the association standing rules.

ARTICLE VII ADVISORY STAFF TO THE BOARD OF DIRECTORS

Section 1. There shall be an advisory staff to the board of directors which shall consist of:

- A. The vice president-general manager.
- B. The chief administrative officer of each department.
- C. The chairman of each committee.

Section 2. The duties of the advisory staff are:

- A. To advise the board on any matter concerning the acquisition or disposition of any equipment, facilities, or other materials.
- B. To advise the board on any matter concerning museum policy.
- C. All other duties as directed in the association by-laws or standing rules.

Section 3. The general manager shall preside over all meetings of the advisory staff.

- A. In the event the general manager cannot preside at a meeting, the general superintendent shall take his place for that meeting.

Section 4. The advisory staff shall elect from its members, a delegate to represent them as their member on the board of directors.

- A. This delegate shall be elected at the first staff meeting of the year.
- B. The delegate shall serve a one year term and shall not succeed himself.
- C. The general manager is not eligible for this position.

Section 5. The advisory staff shall meet a minimum of once every quarter year or:

- A. On request of the general manager.
- B. On request of any two members of the staff.
- C. On request of the board of directors.

Section 6. Further duties and provisions may be prescribed in the Assn standing rules.