

**NOTES REGARDING PROPOSED CHANGES TO THE TEXAS ASSOCIATION OF MUSEUMS
CONSTITUTION AND BY-LAWS
December 10, 2018**

Proposed edits presented for approval by a committee assembled by Christine West, Vice-President for Special Projects that included Luis Contreras, Secretary and Lisa Rebori, member in good standing during the fall of 2018.

CONSTITUTION

ARTICLE I

Name

Section 1:

Was: The name of this organization shall be the Texas Association of Museums.

Change: The name of this organization shall be the Texas Association of Museums (Association), incorporated January 25, 1975, and recognized as exempt under section 501 (c)(3) of the Internal Revenue Code in an determination letter issued in August 1977.

Reason: Additions to the Name were made for clarity regarding establishment of organization and its designation with the state and IRS / added (Association) in parentheses to establish throughout both the Constitution and By-Laws that the Texas Association of Museums and TAM will be referred to as the Association. Going forward this edit will not be noted in this list each time it is made.

Section 3:

Was: ...but defined in the professional accreditation guidelines of the American Association of Museums for such institutions essentially educational in nature.

Change: ... but defined in the professional accreditation guidelines of the American Alliance of Museums for such institutions essentially educational in nature.

Reason: Changed name to American Alliance of Museums to reflect the change to that organization's name in 2011.

ARTICLE II

Purpose

Line 1:

Was: The purpose of the Association is educational, to wit: The enhancement of the knowledge, skills, and abilities of public and private museums, their staffs, officers, and trustees...

Change: The purpose of the Association is professional education, to wit: The enhancement of the knowledge, skills, and abilities of public and private museums as represented by their staffs, officers, and trustees...

Reason: Additions made in order to clarify that the purpose of the organization is professional education [professional development] and added as represented by for grammatical clarity.

ARTICLE IV

Management and Governance

Section 2, line 3:

Was: Councillors-At-Large, as defined in the By-Laws.

Change: Councilors-At-Large, as defined in the By-Laws.

Reason: Council determined at the September 2018 Council Meeting the preference for the spelling of "Councilor" with one "l." Going forward this edit will not be noted in this list each time it is made.

Section 3, line 1:

Was: At each meeting, the Council shall report to the Association’s membership concerning past actions and future plans.

Change: At each Annual and/or Business meeting, the Council shall report to the Association’s membership concerning past actions and future plans.

Reason: Added Annual and/or Business to clarify at which meetings the reports will take place.

Section 4:

Change: For consistency, Executive Committee was capitalized here and throughout the documents. Going forward this edit will not be noted in this list each time it is made.

ARTICLE V

Meetings

Section 1:

Change: For consistency, Annual and Business were capitalized here and throughout the documents. Going forward these edits will not be noted in this list each time it is made.

ARTICLE VII

Amendments

Change: “Web site” was edited to website to reflect the more current spelling of the word. Going forward this edit will not be noted in this list each time it is made.

ARTICLE IX

Resident Agent

Was: The resident agent of the Association shall be the Executive Director of the Association, 101 Summit Avenue, Suite 802, Fort Worth, TX 76102.

Change: The resident agent of the Association shall be the Executive Director of the Association, 815A Brazos Street #537, Austin, TX 78701.

Reason: The address was updated to reflect the relocation of the Association offices to Austin, TX in January 2019.

BY-LAWS

ARTICLE III

Officers

Section 2:

Change: For consistency, Nominating Committee was capitalized here and throughout the documents. Going forward this edit will not be noted in this list each time it is made.

Section 3, A:

Change: Addition to sub-section A - Should the office of the President be vacated, the Executive Committee will determine the Officer best suited to fill the vacancy.

Reason: Council determined at the September 2018 Council Meeting that Executive Committee should be the entity to evaluate and choose who on the Committee would be best suited to succeed to the office of President, should that position be vacated.

Section 3, B:

Change: This sentence was removed from this section: Should the office of President be vacated, the Vice-President shall succeed to that office to reflect the Council’s decision above.

ARTICLE IV

Council

Section 1:

Change: The number of Council members-at-large changed from six to eight to reflect current and ongoing composition of Council.

Section 3:

Change: Addition of Councilors-at-Large will hold their elected position number for the entirety of their term(s) served.

Reason: Added for continuity and in order to avoid shifting of place numbers during elections, which had previously caused confusion about term lengths and elections.

Section 9:

Change: Grammatical edit - The word "position" changed to positions.

Section 10:

Change: Grammatical edit - Removed extra period at end of sentence and corrected spelling error from "representive" to representative.

ARTICLE VII

Nominations and Elections to Council

Section 2:

Was: The Nominating Committee's slate shall make every attempt to develop a slate of nominees for Officers and Councillors-at-Large which represents the various museum disciplines and which is geographically diverse.

Change: The Nominating Committee shall make every attempt to develop a slate of nominees for Officers and Councilors-at-Large which represents various institutions, disciplines and geographic diversity.

Reason: : Council determined at the September 2018 Council Meeting that this section be edited to more accurately reflect the Association's efforts to build a Council that is representative of its membership and to incorporate equity, diversity and inclusion among Council members and in its all of its activities.

Section 5, line 3:

Change: Teller Committee was capitalized in this section for consistency.

ARTICLE IX

Affinity Groups

Article Title

Was: Affinity Groups

Change: Affinity Groups, Regional Associations, and Special Committees

Reason: Council determined at the September 2018 Meeting that the article title should be changed to Affinity Groups, Regional Associations and Special Committees, since the Article has 3 separate sub-sections, each with their own numbered sections.

Sub-Section

Special Committees

Section 2:

Change: Deleted "and without vote" after ex-officio, because it was previously defined in the document.

ARTICLE X

Executive Director

Created a new section, Section 4:

Upon resignation or dismissal of the Executive Director, the Council will activate a Search and Selection Committee made up of no more than seven currently serving Council members in good standing. If a currently serving Officer or Council member wishes to apply for the position of Executive Director, that Councilor must resign from their position on Council upon application in order to ensure a fair and ethical selection process.

Reason: This addition was made at the request of several Council members who participated in the Executive Director selection process in 2018, in order to clarify policy for this process.

ARTICLE XI

Parliamentary Authority

Line 1:

Changed: The word "current" edited to most recent for clarity regarding the approved edition of Roberts Rules of Order.

REVISED

Include the month and year of membership's approval by vote of the above revisions.