

BYLAWS

ASIAN AND ISLAMIC ART FORUM

at

THE DETROIT INSTITUTE OF ARTS

ARTICLE I

NAME

Asian and Islamic Art Forum is the name of this organization. *Asian and Islamic Art Forum* is a auxiliary support group of The Detroit Institute of Arts, and is subject to its bylaws, policies and regulations.

ARTICLE II

OBJECTIVES

Asian and Islamic Art Forum (AIAF) shall assist the curatorial Department of the Arts of Asia and the Islamic World at the Detroit Institute of Arts (DIA), in promoting appreciation and understanding of the arts of Asia, the Ancient Middle East and the Islamic World as follows:

1. Identify, sponsor and promote activities and programs that will cultivate awareness of, interest in, and understanding of the above-mentioned arts by the general public. These activities and programs will include:

- A. Lectures, including an annual dinner-lecture
- B. Visits to galleries, museums and private collections
- C. Demonstrations and workshops
- D. Films and performing art programs
- E. Symposia and colloquia
- F. Family-oriented programming

2. Support the Department of the Arts of Asia and the Islamic World in the acquisition of works of art for its permanent collections. This support comprises:

- A. Encouraging gifts of works of art to the Institute's collections by members of the auxiliary and others
- B. Fund-raising for the auxiliary acquisition fund

C. Participating collectively in the purchase of works of art for the Institute's collections with auxiliary funds

3. Encourage and support the exhibition of Asian, Ancient Middle Eastern and Islamic art within the DIA. This encouragement and support includes:

- A. Sponsoring special loan exhibitions of art works
- B. Sponsoring the special exhibition of art work from the permanent collections

4. Encourage and support the expansion of the DIA library holdings in the fields of Asian, Islamic and Ancient Middle Eastern art. This support comprises:

- A. Encouraging gifts to the library by auxiliary members, and others.
- B. Acquiring exceptional scholarly works for the library with auxiliary funds.

5. Encourage education, communication, participation and fellowship—as well as the development of the auxiliary—by bringing together individuals interested in the arts of Asia, the Ancient Middle East and the Islamic World with corresponding works of art, artists, curators, scholars, collectors, dealers and critics.

6. Advance interest in the arts of Asia, the Ancient Middle East and the Islamic World by performing other services requested by the DIA.

ARTICLE III

MEMBERSHIP AND DUES

1. Membership in AIAF shall be open to all persons who are members of the DIA in good standing, and who have a special interest in the objectives of the auxiliary.

A. Members of AIAF are considered in good standing when annual dues have been paid to both the DIA and the auxiliary group.

B. Any member whose dues are delinquent for a period of three months shall be considered lapsed, and is suspended from participation in members-only activities or offices until such dues are paid.

2. The classes of membership shall be:

Individual

Dual

Friend

Sustaining
Contributing
Benefactor

A. Members will receive information on the fair market value of any goods or services received as benefits of various membership categories; these may affect the tax-deductibility of a portion of their dues payments. Members may opt to waive receiving certain membership benefits to make their entire dues payment tax-deductible.

B. The Board of Directors of AIAF shall revise appropriately, from time to time, the classes of membership and the corresponding annual dues.

3. Statement of Professional Practices for Auxiliary Members

Volunteer participation at the DIA is a strong and vital tradition, and the Institute's program could not continue without the contributions and personal involvement of devoted volunteers. The DIA staff is committed to supporting volunteers by providing adequate training as well as opportunities for intellectual and personal enrichment. While volunteers participate in most Institute activities, those with access to the DIA's collection, programs and associated privileged and sensitive information must act responsibly. Access to the Institute's inner activities is an honor, and the lack of material compensation for effort expended on behalf of the Institute in no way frees the volunteer from adherence to standards that apply to paid staff.

The volunteer must work toward the betterment of the DIA and not for personal gain other than the gratification, knowledge and enrichment to be derived from museum participation. Although the Institute may accord special privileges, volunteers should not accept gifts, favors, discounts, loans, or other items of value from other parties in connection with carrying out their duties for the institution. Conflict-of-interest restrictions placed upon the staff must be explained to volunteers, and where relevant, observed by them. Auxiliary members and volunteers should understand clearly the policies and programs adopted by the DIA Board of Directors and should cooperate with the administrative application of these policies and programs. Auxiliary members and volunteers must hold confidential matters of program function and administration that are not generally known or available to the public.

ARTICLE IV

MEETINGS

1. The Annual Meeting of the General Membership of AIAF shall be held every year at the earliest possible date after the end of the fiscal year, June 30. Notice of the Annual Meeting will be sent by mail to the General Membership not less than fourteen (14) days prior to the date of the meeting, at a time and place chosen by the Board of Directors of AIAF. The purpose of the meeting will be:

- A. To elect—or to announce the election of—Directors (see Article V.1)
- B. To report on the finances of the organization
- C. To report on the membership of the organization
- D. To review the past year's activities of AIAF
- E. To preview the forthcoming year's activities of AIAF
- F. To transact other business as may come properly before the meeting

2. Special meetings of the General Membership may be called by the President of the Board of Directors of AIAF, after consultation with the departmental Curators. The date, time, place and purpose of a special meeting shall be determined by the President and published in the notice of the special meeting. Only matters stated in the special meeting notice may be voted upon at the special meeting. Notice of special meetings will be provided no less than ten (10) days prior to the date of the meeting.

3. Voting: every member in good standing is entitled to one (1) vote.

A. If voting is held at the Annual Meeting, affirmation requires a majority vote of the attending members.

B. If voting is accomplished by mailed ballot, affirmation requires 60% of those votes that are returned to the DIA by mail. (See Article V.1)

ARTICLE V

BOARD OF DIRECTORS

1. The Board of Directors of AIAF shall comprise a minimum of fifteen (15) and a maximum of twenty-one (21) elected persons, and others specified below, who shall all be members of AIAF. The Directors shall be chosen by election by the General Membership either at the annual meeting, or by mailed ballot, in the following manner:

A. The Directors—as many as are required to fulfill vacancies on the Board—shall be elected annually, and each shall serve for a three-year (3) term.

B. Any person who has served as an elected Director for a full three-year term shall be eligible for re-election to the Board for a second term.

C. Any person who has served as an elected Director for two, full three-years terms—or one and a partial term—shall be ineligible for election for one (1) year after the end of his/her last full term.

D. If elected by mailed ballot, new Directors will be announced at the Annual Meeting.

E. The President of AIAF shall have the authority to appoint, as needed, persons otherwise eligible to the Board to serve out the unexpired terms of resigned, deceased or removed elected Directors. Such appointed Directors shall be eligible for election to the Board at the end of their appointed terms.

F. If appointed, new Directors will be announced by mail to the General Membership.

G. The following persons shall serve as *ex-officio* Directors of the Board, without voting rights:

i. The Director of the DIA

ii. The Curators in the Department of The Arts of Asia and the Islamic World, or their designates; these staff advisors insure that the auxiliary operates in accordance with DIA policies and procedures, and are responsible for directing and approving auxiliary actions on behalf of the DIA.

iii. The past Presidents of AIAF Board of Directors

iv. Those individuals that the Board feels that it wishes to honor, who are appointed by the Board as Honorary Directors or Emeritus Directors in recognition of their distinguished contributions to AIAF and to the Department of The Arts of Asia and the Islamic World.

2. The Board of Directors shall have the authority to remove any Director, elected or *ex-officio*, for cause. Causes shall include, but are not limited to:

A. Chronic absenteeism

B. Failure to carry out appointed duties

C. Moral turpitude

3. The Board of Directors shall meet a minimum of four (4) times per year, at times and places convenient to the Board.

A. The agendas of Board meetings will be planned by the President in consultation with departmental curators.

4. All actions undertaken by the Board of Directors will be by majority vote.

A. A quorum shall comprise the Directors present and voting.

B. Matters unresolved by majority vote at meetings of the Board will be settled by written communication by the full board of Directors—this communication may be realized by electronic mail and facsimile transmission.

5. Any action required or permitted to be taken pursuant to authorized vote at any meeting of the Board of Directors of AIAF, or a committee thereof, may be taken **without a meeting** if, before the action all Directors or the committee consent thereto in writing. Written consent shall be filed with the minutes of the proceedings of the Board of Directors. Such consent shall have the same effect as the vote of the Board of Directors for all purposes.

6. Board members of AIAF shall record their hours of service to the auxiliary, and send tallies of those hours to the Board Secretary.

7. It is expected that the members of the Board of Directors shall become upper-category members of AIAF, minimally at the Friend level.

8. Statement of Conflict of Interest

No Director shall vote on any AIAF matter in which he/she has any personal interest. The Board of Directors shall govern AIAF in conformance with the policy statement adopted and enforced by the DIA Board of Trustees covering guidelines for professional practice, including conflicts of interest. All conflicts of interest must be disclosed by Directors to the Board of AIAF. In the event that there is a difference between the provisions of these bylaws and the present or hereafter adopted bylaws, policies and regulations of the DIA, the bylaws, policies and regulates of the DIA shall take precedence.

ARTICLE VI

OFFICERS

1. The Board of Directors shall elect annually from its ranks the officers of AIAF. This election shall take place after the annual election of Directors, at the first Board meeting of the year.

2. The officers of AIAF form the Executive Committee and shall consist of a President, one or more Vice-Presidents as needed, a Finance Chair, a Membership Chair, an Outreach Ambassador, a Programming and Travel Chair, and an Antiquities Chair.

A. The regular term of office commences upon election by the Board of Directors;

B. The duties of each officer shall be those duties customarily appropriate for such offices, and as described below;

C. Officers shall serve a one-year (1) term, and shall be eligible for re-election if their term as a Director has not expired;

D. Officers may not serve in the same office for more than three (3) consecutive years.

2. The President, or his/her designate, shall chair all meetings of the Board of Directors, and of the general membership.

3. The President shall appoint annually a Nominating Committee. The committee shall comprise the current President, a past President if available, the Membership Chair, the Outreach Ambassador, one (1) General Member, as well as the Curators of the department of the Arts of Asia and the Islamic World.

A. Annually, the Nominating Committee shall prepare a slate of eligible nominees, as necessary to fill vacancies, for the Board of Directors. These nominees shall be subject to election as described in Article V.1.

B. If the election of the Board of Directors is accomplished by vote at the Annual Meeting, the slate of nominees will be sent to the General Membership by mail at least fourteen (14) days prior to said meeting.

C. If the election of the Board of Directors is accomplished by mailed ballot, the ballots will be sent to the General Membership at least twenty-one (21) days before the votes will be counted, and prior to the Annual Meeting.

D. Nominations of eligible candidates may also be made from the floor at the Annual Meeting, according to standard procedures, and if the persons nominated signify an intention to serve as Directors if elected.

E. Nominations of eligible candidates may also be made in writing on the mailed ballots.

4. The Finance Chair shall insure that the handling and accounting for all AIAF funds are in accordance with the Guidelines for Auxiliary and Support Group Use of the DIA Financial System, as established by the DIA. The DIA will provide the Treasurer with monthly statements of account activity. The Finance Chair will also provide leadership in fundraising activities of the AIAF.

5. The Membership Chair will be responsible for the monitoring and encouragement of the payment of dues, notifying the President of the presence of new members and lapsed members. The chair will also be responsible for encouraging lapsed members to renew their membership, and for identifying potential new members to the Board. The DIA will provide the Membership Chair with regular statements of membership activity.

6. The Outreach Ambassador shall be responsible for promotion of the AIAF and its activities, for encouraging education, communication, participation and fellowship by bringing together individuals interested in the arts of Asia, the Ancient Middle East and the Islamic World, and for seeking and facilitating cooperative ventures with likeminded entities.

7. The Programming and Travel Chair will work closely with departmental curators in the planning of public events, members only events and national and international travel.

8. The Antiquities Chair will serve as a liason for the AIAF with the Archaeological Institute of America, and shall help facilitate events and study days related to the Antique World.

ARTICLE VII

GENERAL COMMITTEES

1. The Vice-President and Chairs will head and form general committees as follows:

- A. The Vice-President will head the Strategy Committee.
- B. The Finance Chair will head the Finance and Acquisitions Committee.
- C. The Membership Chair and Outreach Ambassador will be co-chairs of the Membership and Outreach Committee.
- D. The Programming and Travel Chair will head the Programming and Travel Committee.
- E. The Antiquities Chair will head the Antiquities Committee.

2. The President will be an active member of all general committees.

3. The departmental curators will be *ex-officio* members of all general committees.

4. Committee members will be sought from among the Directors and General members so that the composition of each committee does not exceed three (3) Directors and ten (10) total members.

5. The Committees will meet as necessary to carry out objectives communicated by the President at meetings of the Board of Directors.

6. The Committee heads will report regularly on committee activities at meetings of the Board of Directors.

ARTICLE VIII

AMENDMENTS

1. These bylaws shall be adopted at a meeting of the Board of Directors of AIAF at which all Directors are present. Approval shall be by vote of two-thirds (2/3) majority of those Directors entitled to vote. They shall not become effective until they are approved by the Board of Directors of the DIA.
2. They may be amended at any meeting of the Board of Directors provided that notice of proposed amendments to the bylaws is given to the Directors fourteen (14) days in advance of the meeting, and approval is by a vote of two-thirds (2/3) majority of those Directors present and voting. No amendment to these bylaws shall become effective until it is approved by the Board of Directors of the DIA.

ARTICLE IX

DETROIT INSTITUTE OF ARTS APPROVAL

1. Without the prior, expressed approval of the Board of Directors of the DIA, or its designated officers, no action shall be taken that purports to bind the DIA in any way. Accordingly, the officers of the Board of Directors of AIAF and the staff advisors shall insure that any event, trip, tour, fundraising activity or any other function (other than regular meetings not involving a special event) is approved in advance by the DIA Program Committee or designee of the DIA.
2. Any activity involving commercial food service held outside of the DIA premises must be covered by a general liability insurance policy, naming the DIA and its members as insured, on terms satisfactory to the DIA.
3. Any publication by AIAF or its committees must comply with the requirements outlined in the Auxiliary Group Operating Guidelines established by the DIA, section D.
4. All trips shall be in compliance with the Group Travel Policy of the DIA then in effect.
5. The handling and accounting of funds shall also meet the established requirements of the Guidelines for Auxiliaries and Support Groups Use of the DIA Financial System.

ARTICLE X

TERMINATION OF AUXILIARY

The *Asian and Islamic Art Forum* may be terminated and dissolved by action of the Board of Directors of AIAF, or by the Director of the DIA.

Appendix to the Bylaws of AIAF

Classes of membership and dues

Student (with credentials)	\$30.00
Individual	\$55.00
Dual	\$100.00
Friend	\$250.00
Sustaining	\$500.00
Contributing	\$1,000.00
Benefactor	\$2,000.00

Benefits of membership

1. All classes of members are eligible to join the departmental curators on local trips to other institutions, collections and workshops. AIAF will not bear financial responsibility for these trips.

2. Friend, Sustaining, Contributing and Benefactors members shall receive a special, annual gift for their support of AIAF, related to the Institute's Collections.

3. Sustaining, Contributing and Benefactor members are eligible for private tours of the DIA galleries with departmental curators.

4. Contributing and Benefactor members shall receive two complimentary invitations to the annual dinner-lecture, as well as a special luncheon with departmental curators and invited guests.

5. Benefactors are eligible to join departmental curators on occasional, international study trips. Other members will be eligible to join with the payment of a special fee. AIAF will not bear financial responsibility for these trips.