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THE WHITE HOUSE

WASHINGTON

April 1, 1985

MEMORANDUM FOR DIANNA G. HOLLAND

FROM: RICHARD A. HAUSER *RHS*

SUBJECT: President's Economic Policy Advisory Board

I note on the President's schedule for April that a PEPAB meeting is scheduled for April 22, 1985. Because there is a 15 day notice requirement, the staff attorney assigned PEPAB matters should get together with the Office of Policy Development to draft the necessary notices.

1331 JUL -5 11 0 18

THE WHITE HOUSE
WASHINGTON

July 3, 1984

MEMORANDUM FOR RICHARD G. DARMAN
ASSISTANT TO THE PRESIDENT AND
DEPUTY TO THE CHIEF OF STAFF

FROM: RICHARD A. HAUSER *RH*
DEPUTY COUNSEL TO THE PRESIDENT

SUBJECT: Closing the July 11, 1984 Meeting of the
President's Economic Policy Advisory Board

This will confirm our oral advice this morning that, based on OPD's confirmation that "classified, sensitive, and proprietary financial and commercial information" will be discussed at the above-referenced meeting, our office has no legal objection either to the President's closing the meeting to the public or to the form of the draft "determination" prepared for that purpose.

As we also advised, however, it is our understanding that the following corrected agenda items need to be inserted in place of those that appear on the document circulated this morning:

- "° Financial Market Developments and Marketing Policy
- "° Budget and Spending Controls"

cc: John A. Svahn

*This memo received by Clerk's office at approx. 1.00 PM on 7/5/84
Diana Holland advised of discrepancy above. (underline
in red) — She believes this memo is incorrect.
The Determination & Svahn letter to E.P.R. are
OK. — *ds**

Mr. Baker is Assistant to the President and White House Chief of Staff. He was previously with the firm of Andrews, Kurth, Campbell and Jones of Houston, Tex. In 1975-76 he was Under Secretary of Commerce. In May 1976 Mr. Baker was appointed deputy chairman for delegate operations of the President Ford Committee. In August 1976 he became chairman. Mr. Baker was the Republican nominee for attorney general of Texas in 1978. In 1979-80 he was chairman of the George Bush for President Committee. During the 1980

general election campaign, he acted as senior adviser to the Reagan-Bush Committee. In 1977 President Ford appointed Mr. Baker to serve a 5-year term on the Board of Trustees of the Woodrow Wilson International Center for Scholars. He was graduated from Princeton University (B.A., 1952) and the University of Texas Law School (J.D., 1957). He served in the U.S. Marine Corps in 1952-54. Mr. Baker is married and has eight children. He resides with his family in Washington, D.C. He was born in Houston, Tex., on April 28, 1930.

Executive Order 12296—President's Economic Policy Advisory Board

March 2, 1981

By the authority vested in me as President by the Constitution of the United States of America, and in order to establish, in accordance with the provisions of the Federal Advisory Committee Act, as amended (5 U.S.C. App. I), an advisory committee on the domestic and international economic policy of the United States, it is hereby ordered as follows:

Section 1. Establishment. (a) There is established the President's Economic Policy Advisory Board. The Board shall be composed of members from private life who shall be appointed by the President.

(b) The President shall designate a Chairman from among the members of the Board. The Assistant to the President for Policy Development shall serve as the Secretary to the Board.

Sec. 2. Functions. (a) The Board shall advise the President with respect to the objectives and conduct of the overall domestic and international economic policy of the United States.

(b) The Board shall work with the Cabinet Council on Economic Affairs (composed of the Secretaries of the Treasury, State, Commerce, Labor, and Transportation, and the United States Trade Representative, and the Chairman of the Council of Economic Advisers, and the Director of the Office of Management and Budget).

(c) In the performance of its advisory duties the Board shall conduct a continuing review and assessment of economic policy, and shall report thereon to the President whenever requested.

Sec. 3. Administration. (a) The heads of Executive agencies shall, to the extent permitted by law, provide the Board such information with respect to economic policy matters as it may require for the purpose of carrying out its functions. Information supplied to the Board shall, to the extent permitted by law, be kept confidential.

(b) Members of the Board shall serve without any compensation for their work on the Board. However, they shall be entitled to travel expenses, including per diem in lieu of subsistence, as authorized by law for persons serving intermittently in the government service (5 U.S.C. 5701-5707).

(c) Any expenses of the Board shall be paid from funds available for the Expenses of the Domestic Policy Staff.

Sec. 4. General. (a) Notwithstanding any other Executive order, the responsibilities of the President under the Federal Advisory Committee Act, as amended, shall be performed by the President, except that, the Administrator of General Services shall, on a reimbursable basis, provide such administrative services as may be required.

(b) The Board shall terminate on December 31, 1982, unless sooner extended.

[Filed with the Office of the Federal Register, 11:33 a.m., March 3, 1981]

RONALD REAGAN

The White House,
March 2, 1981.

Note: The text of the Executive order was released by the Office of the Press Secretary on March 3.

Nomination of Paul A. Vander Myde To Be an Assistant Secretary of Commerce *March 3, 1981*

The President today announced his intention to nominate Paul A. Vander Myde to be an Assistant Secretary of Commerce (Congressional Affairs).

Since 1977 Mr. Vander Myde has served as Republican staff director, Committee on Science and Technology, U.S. House of Representatives. In 1973-77 he was Deputy Assistant Secretary of Agriculture (Conservation, Research and Education). Mr. Vander Myde was a staff member at the White House in 1977-73. He served as legislative assistant to Senator Bob Packwood (R-Oreg.)

in 1969-71. He was congressional fellow with Representative George Bush (R-Tex.) and Senator Bob Packwood in 1968-69. He was a staff assistant with the National Security Agency in 1962-68.

Mr. Vander Myde was graduated from the University of Minnesota (B.A., 1959) and the University of Iowa (M.A., 1966). He was a commander in the U.S. Naval Reserve in 1959-61. Mr. Vander Myde is married and resides in Alexandria, Va. He was born in Estherville, Iowa, on February 9, 1937.

Nomination of Lawrence J. Brady To Be an Assistant Secretary of Commerce *March 3, 1981*

The President today announced his intention to nominate Lawrence J. Brady to be an Assistant Secretary of Commerce (Trade Administration).

In 1980 Mr. Brady was a candidate for the Republican nomination for the U.S. Senate in New Hampshire. He was also director of the New Hampshire Coalition for Peace Through Strength. From October 1974 to January 1980, he was Acting Director and Deputy Director of the Office of Export Administration of the U.S. Department of Commerce. In 1971-74 Mr. Brady was senior staff member and special advisor for congressional relations with the Council on International Economic Policy at the White House.

In 1970-71 he was senior international economist, Office of International Trade, Department of State. Mr. Brady was minority counsel to the Senate Judiciary Subcommittee on Separation of Powers in 1967-70. He previously worked as a legislative aide to the Senate Minority Secretary. He was a staff assistant with Senator Norris Cotton in 1958-63.

Mr. Brady received his Ph. D. in international affairs and economics from Catholic University. He is married and has three children. He resides with his family in Bedford, N.H. Mr. Brady was born in Berlin, N.H., on April 22, 1939.

PRESIDENT'S ECONOMIC POLICY ADVISORY BOARDIndependent

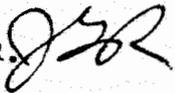
- AUTHORITY: Executive Order 12296, March 2, 1981
 Executive Order 12309, June 9, 1981 (chg in limit. on mbrship)
 Executive Order 12399, December 31, 1982 (extends term. date)
 Executive Order 12489, September 28, 1984 (extends term. date)
- METHOD: Appointed by the President
- MEMBERS: No limit ~~from private life.~~
- CHAIRMAN: Designated by the President from among the members
- SECRETARY
 TO THE BOARD: Assistant to the President for Policy Development
- TERM: Pleasure of the President
- SALARY: Without compensation. Members shall be entitled to travel expenses, including per diem in lieu of subsistence.
- PURPOSE: Advise the President with respect to the objectives and conduct of the overall domestic and international economic policy of the United States.
- TERMINATION: Shall terminate on ~~December 31, 1982,~~ ^{September 30, 1985,} ~~September 30, 1984,~~ unless sooner terminated.

THE WHITE HOUSE

WASHINGTON

August 14, 1985

MEMORANDUM FOR FRED F. FIELDING

FROM: JOHN G. ROBERTS, JR. 

SUBJECT: Jim Rosebush's Proposal to Disband
the Advisory Committee on the Arts

Jim Rosebush has written you and Bob Tuttle to request that you and Tuttle "move quickly to disband" the Kennedy Center Advisory Committee on the Arts. Kennedy Center Board of Trustees Chairman Roger Stevens has written the President, advising that the Board feels it would be better if the Board assumed the duties of the Advisory Committee.

The problem, of course, is that the Advisory Committee was established by Congress. Pursuant to 20 U.S.C. § 76h(c), "There shall be an Advisory Committee on the Arts composed of such members as the President may designate, to serve at the pleasure of the President." The functions of the Advisory Committee are to advise and consult with the Board on the cultural activities of the Kennedy Center, and to assist the Board in fundraising for the Kennedy Center.

The statute gives maximum flexibility to the President in appointing members to the Advisory Committee, and in setting their number and tenure in office, but does not give the President discretion with respect to the very existence of the Advisory Committee. For the President to unilaterally "disband" the Committee, by removing all its members and appointing no replacements, would clearly violate both the letter and the spirit of 20 U.S.C. § 76h(c).

There is scant authority on the question, but it is generally accepted that a President may not decline to fill an office legitimately established by Congress. The President's duty to "take care that the laws be faithfully executed" includes the duty to execute laws creating offices and calling for the appointment of officers to them. As Corwin has put it, "Just as it is expected that a legally authorized appropriation will be spent, so it is expected that a legally authorized office will be filled." Corwin, Presidential Power and the Constitution 78 (1976). The fact that there would appear to be no legal remedy should a President refuse to fill offices created by Congress does not reduce his constitutional duty to do so.

If the Kennedy Center Board does not want any interference from the Advisory Committee, it should seek to have the President exercise his removal and appointment power to eliminate any perceived interference. In my view, the only means of disbanding the Advisory Committee would be by legislative amendment. If that is desired, the bill could be very simple: "Section 76h(c) of Title 20 is hereby repealed."

THE WHITE HOUSE

WASHINGTON

August 14, 1985

MEMORANDUM FOR JAMES S. ROSEBUSH
DEPUTY ASSISTANT TO THE PRESIDENT

FROM: FRED F. FIELDING *Orig. signed by FFF*
COUNSEL TO THE PRESIDENT

SUBJECT: Kennedy Center
Advisory Committee

By memorandum dated August 5 you requested action to disband the Kennedy Center Advisory Committee on the Arts. Kennedy Center Board of Trustees Chairman Roger L. Stevens has indicated that the Board would prefer to assume the duties of the Advisory Committee.

The Advisory Committee, however, was established by Congress. 20 U.S.C. § 76h(c). The statute creating the Committee gives the President broad discretion to fix the number and tenure of members of the Committee, but does not give him discretion over the very existence of the Committee. For the President to unilaterally disband the Committee, by removing its current members and appointing no replacements, would contravene the letter and the spirit of 20 U.S.C. § 76h(c). The President has broad power under the Constitution to fill offices, but he does not have the power to decline to fill offices legitimately established by Congress.

In sum, the only way to disband the Advisory Committee would be to have Congress repeal the statutory provision establishing the Committee. I very much doubt that this could be accomplished by the early October deadline set in your memorandum, nor am I convinced that it is worth the candle to abolish a purely advisory committee subject to the President's unfettered appointment and removal powers. If the Board is experiencing difficulties with the Committee, it would seem preferable to use those powers to bring the Committee's activities into conformity with the President's wishes.

cc: Bob Tuttle

FFF/JGR:jmk
cc: FFFielding
✓JGRoberts
subject
chron.

THE WHITE HOUSE

WASHINGTON

August 14, 1985

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DEPUTY ASSISTANT TO THE PRESIDENT

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COUNSEL TO THE PRESIDENT

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cc: Bob Tuttle

FFF/JGR:jmk
cc: FFFielding
JGRoberts
subject
chron.

FB 2530

**WHITE HOUSE
CORRESPONDENCE TRACKING WORKSHEET**

O - OUTGOING

H - INTERNAL

I - INCOMING

Date Correspondence Received (YY/MM/DD) 1 1

[Handwritten initials]

Name of Correspondent: Jamer Rosebush

MI Mail Report

User Codes: (A) _____ (B) _____ (C) _____

Subject: Disbanding of President's committee on Kennedy Center

ROUTE TO:

ACTION

DISPOSITION

Office/Agency (Staff Name)	Action Code	Tracking Date YY/MM/DD	Type of Response	Code	Completion Date YY/MM/DD
<u>CU Hall</u>	ORIGINATOR	<u>85108106</u>	<u>TR</u>		<u>1 1</u>
<u>CU Hall 18</u>	<u>D</u>	<u>85108107</u>	<u>TR</u>	<u>S</u>	<u>85108107</u>
		<u>1 1</u>			<u>1 1</u>
		<u>1 1</u>			<u>1 1</u>
		<u>1 1</u>			<u>1 1</u>

ACTION CODES:

- A - Appropriate Action
- C - Comment/Recommendation
- D - Draft Response
- F - Furnish Fact Sheet to be used as Enclosure
- I - Info Copy Only/No Action Necessary
- R - Direct Reply w/Copy
- S - For Signature
- X - Interim Reply

DISPOSITION CODES:

- A - Answered
- B - Non-Special Referral
- C - Completed
- S - Suspended

FOR OUTGOING CORRESPONDENCE:

- Type of Response = Initials of Signer
- Code = "A"
- Completion Date = Date of Outgoing

Comments: Roger L. Stevens

Keep this worksheet attached to the original incoming letter.
Send all routing updates to Central Reference (Room 75, OEOB).
Always return completed correspondence record to Central Files.
Refer questions about the correspondence tracking system to Central Reference, ext. 2590.

THE WHITE HOUSE

WASHINGTON

August 5, 1985

MEMORANDUM FOR FRED FIELDING
ROBERT TUTTLE

FROM: JAMES S. ROSEBUSH

SUBJECT: PRESIDENT'S COMMITTEE ON KENNEDY CENTER

As you know, there has been a great deal of interest on our part in merging the responsibilities of this Committee with the Kennedy Center Board of Trustees. The Board agreed with this approach but only last week at their meeting stated their opinion formally. This you will find in the attached letter from Roger Stevens addressed to the President. It needs no formal reply.

Now that we have this letter please move quickly to disband the Committee. Mrs. Reagan has suggested that the first step would be to find another board or commission slot for Herb Hutner and that this should be done before a call is made to him about the White House decision to disband the group. If no other suitable appointment is available, I think Mrs. Reagan would consider one of the vacant slots on the Board for him.

The Committee has a meeting planned in early October, so we should have all of this business taken care of before then. Bob, please call me with suggestions for Hutner. As soon as this is resolved then you will be able to call him.

Thank you.

Attachments

JOHN F. KENNEDY CENTER FOR THE PERFORMING ARTS

Board of Trustees
OFFICE OF THE CHAIRMAN

August 2, 1985

The President
The White House
Washington, D.C.

Dear Mr. President:

At a meeting of the Executive Committee of the Kennedy Center Board of Trustees, it was felt that the leadership and a number of members of the President's Advisory Committee on the Arts have been extraordinarily generous with both their money and time on behalf of the Center.

For your information, however, the Center is launching a major endowment campaign to raise the funds necessary to present the finest performing arts programs to the nation. In keeping with the Administration's policy of streamlining organizations such as ours, and avoiding confusion and duplication of effort, it is felt that the Board of Trustees should not only be carrying out its current duties but also be assuming more responsibilities in other areas such as fundraising. Thus, it is questionable whether there is a need for the existence of the President's Advisory Committee. The Trustees would be willing to assume its responsibilities.

We would of course be delighted if any members of the Committee would like to continue their support of the Center through our Trustees or Friends of the Kennedy Center.

Mr. President, we very much appreciate all you have done to support the Kennedy Center, and if you feel it is desirable to continue with the activities of the Advisory Committee, of course we would do so.

Sincerely,

Roger L. Stevens
Roger L. Stevens
Chairman

JOHN F. KENNEDY CENTER FOR THE PERFORMING ARTS

Board of Trustees
OFFICE OF THE CHAIRMAN

August 2, 1985

Mr. James S. Rosebush
Deputy Assistant to the President
The White House

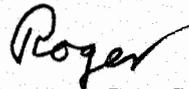
Dear Jim:

It was nice meeting you for lunch today, and to give you further background of the President's Advisory Committee I am enclosing a copy of the Kennedy Center Act, the By-Laws, and a letter written to Leonard Garment in 1969.

My letter to the President is the same as the draft which you read, except for a couple of small changes for clarification.

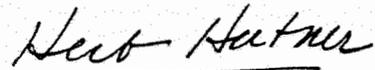
I hope you can take the action that you mentioned fairly quickly, so that we can do something about the meeting scheduled for October 4.

Sincerely,



Roger L. Stevens
Chairman

Enclosures



JFK. WA

September 10, 1969

MEMORANDUM FOR:

Mr. Leonard Garment
Special Consultant to the President

FROM: Mr. Roger L. Stevens

SUBJECT: John F. Kennedy Center for the Performing Arts

Section 2 (c) of the John F. Kennedy Center Act, as amended, provides for an Advisory Committee on the Arts "composed of such members as the President may designate, to serve at the pleasure of the President." This section specifies that appointees "shall be persons who are recognized for their knowledge of, or experience or interest in" the fields of the performing arts covered by the Center.

This section was a part of the original National Cultural Center Act, P.L. 85-874, September 2, 1958. The concept of the Advisory Committee as embodied in the Act was that it would be composed of persons with expertise to constitute, or persons who would assist in the fund-raising activities of the Center, which, as originally conceived, would have been funded exclusively from private sources.

Unfortunately, the purposes of mobilizing expertise and contributions through the Advisory Committee have, to my knowledge and in my experience since 1961 as Chairman of the Board of Trustees, not been accomplished by this device. The Committee has been inactive as a group, and only a few, if any, of its individual members have been of help to the Trustees. Moreover, they were disenchanted when they found out just how unimportant their role was. The original Act in 1958 provided that the Trustees of the Kennedy Center and the Advisory Committee were to raise funds by voluntary contributions from the private sector to construct the building with the land being given by Congress within five years. These funds were not forthcoming, and it was necessary in 1963 to extend the law for an additional three years. Frequent appeals to the Advisory Committee for much-needed help on fund-raising were completely ignored by practically every

member of this Committee, whose only interests seemed to be to give artistic advice on a non-existent building. At this time it was deemed wise to increase the number of Trustees from 30 to 45 in order to broaden the base so that the new Trustees would either contribute or raise funds.

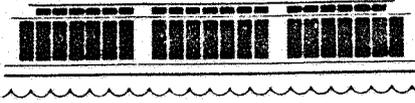
In 1964 legislation making the Center into a memorial for the late President Kennedy was passed. President Johnson did not reappoint any members to the so-called President's Advisory Committee because of their lack of interest in the past and the fifteen additional Trustees whom he appointed. Another reason it was deemed unnecessary to continue the role of the Committee was the imminent passage of the Act establishing the Arts Council, whose Chairman and members by the Act are advisors to the President and Congress on matters pertaining to the Arts.

For your information, in 1965 a committee of experts was formed to advise the Trustees on the operation of the Center when finished. They spent a great deal of time formulating future plans based on the advice of individuals who had done extensive research on the problems of operating arts centers.

Therefore, with the increased size of the Board and the availability of the Arts Council's expertise and its staff, there seems to be no reason for reactivating the Advisory Committee for the Kennedy Center.

Enclosures: By-Laws, Article XI
John F. Kennedy Center Act

cc R. Becker



JOHN F. KENNEDY CENTER FOR THE PERFORMING ARTS

JOHN F. KENNEDY CENTER ACT
[20 U.S.C. Sec. 76h-76q (1981)]

- Public Law 85-874, Sept. 2, 1958, 72 Stat. 1698
- Amended Pub. L. 86-297, Sept. 21, 1959, 73 Stat. 573
- Amended Pub. L. 88-100, Aug. 19, 1963, 77 Stat. 128
- Amended Pub. L. 88-260, Jan. 23, 1964, 78 Stat. 4
- Amended Pub. L. 91-90, Oct. 17, 1969, 83 Stat. 135
- Amended Pub. L. 92-313, June 16, 1972, 86 Stat. 222
- Amended Pub. L. 93-67, July 10, 1973, 87 Stat. 161
- Amended Pub. L. 94-119, Oct. 21, 1975, 89 Stat. 608
- Amended Pub. L. 94-578, Oct. 21, 1976, 90 Stat. 2737
- Amended Pub. L. 95-50, June 20, 1977, 91 Stat. 232
- Amended Pub. L. 95-305, June 29, 1978, 92 Stat. 348
- Amended Pub. L. 96-587, Dec. 23, 1980, 94 Stat. 3387
- Amended Pub. L. 97-73, Nov. 3, 1981, 95 Stat. 1064
- Amended Pub. L. 97-202, June 24, 1982, 96 Stat. 128

AN ACT

To provide for a John F. Kennedy Center for the Performing Arts which will be constructed, with funds raised by voluntary contributions, on a site made available in the District of Columbia.

Be it enacted by the Senate and House of Representatives of the United States of America in Congress assembled,

SECTION 1. This Act may be cited as the "John F. Kennedy Center Act."

BOARD OF TRUSTEES

SEC. 2.(a) There is hereby established in the Smithsonian Institution a bureau, which shall be directed by a board to be known as the Trustees of the John F. Kennedy Center for the Performing Arts (hereafter in this Act referred to as the "Board") whose duty it shall be to maintain and administer the John F. Kennedy Center for the Performing Arts and site thereof and to execute such other functions as are vested in the Board by this Act. The Board shall be composed as follows: The Secretary of Health, Education and welfare, the Librarian of Congress, the Assistant Secretary of State for Public Affairs, the Chairman of the Commission of Fine Arts, the President of the Board of Commissioners of the District of Columbia, the Chairman of the District of Columbia Recreation Board, the Directors of the

National Park Service, the Commissioner of the United States Office of Education, the Secretary of the Smithsonian Institution, three Members of the Senate appointed by the President of the Senate, and three Members of the House of Representatives appointed by the Speaker of the House of Representatives ex officio; and thirty general trustees who shall be citizens of the United States, to be chosen as hereinafter provided.

(b) The general trustees shall be appointed by the President of the United States and each such trustee shall hold office as a member of the Board for a term of ten years, except that (1) any member appointed to fill a vacancy occurring prior to the expiration of the term for which his predecessor was appointed shall be appointed for the remainder of such term, (2) the terms of any members appointed prior to August 19, 1963, shall expire as designated by the President at the time of appointment, and (3) the terms of the first fifteen members appointed to the Board pursuant to the amendments made by the National Cultural Center Amendments Act of 1963 shall expire, as designated by the President at the time of appointment, three on September 1, 1964, three on September 1, 1966, three on September 1, 1968, three on September 1, 1970, and three on September 1, 1972.

(c) There shall be an Advisory Committee on the Arts composed of such members as the President may designate, to serve at the pleasure of the President. Persons appointed to the Advisory Committee on the Arts, including officers or employees of the United States, shall be persons who are recognized for their knowledge of, or experience or interest in, one or more of the arts in the fields covered by the John F. Kennedy Center for the Performing Arts. The President shall designate the Chairman of the Advisory Committee on the Arts. In making such appointments the President shall give consideration to such recommendations as may from time to time be submitted to him by leading national organizations in the appropriate art fields. The Advisory Committee on the Arts shall advise and consult with the Board and make recommendations to the Board regarding existing and prospective cultural activities to be carried on in the John F. Kennedy Center for the Performing Arts. The Advisory Committee on the Arts shall assist the Board in carrying out section 5(a) of this Act. Members of the Advisory Committee on the Arts shall serve without compensation, but each member of such Committee shall be reimbursed for travel, subsistence, and other necessary expenses incurred by him in connection with the work of such Committee.

JOHN F. KENNEDY CENTER FOR THE PERFORMING ARTS

SEC. 3. The Board shall construct for the Smithsonian Institution, with funds raised by voluntary contributions, a building to be designated as the John F. Kennedy Center for the Performing Arts on a site in the District of Columbia bounded by the Inner Loop Freeway on the east, the Theodore Roosevelt Bridge approaches on the south, Rock Creek Parkway on the west, New Hampshire Avenue and F Street on the north, which shall be selected for such purpose by the National Capital Planning Commission. The National Capital Planning Commission shall acquire by purchase, condemnation, or otherwise, lands necessary to provide for the John F. Kennedy Center for the Performing Arts and related facilities. Such building shall be in accordance with plans and specifications approved by the Commission of Fine Arts.

DUTIES OF THE BOARD

SEC. 4. The Board shall --

- (1) present classical and contemporary music, opera, drama, dance, and poetry from this and other countries,
- (2) present lectures and other programs,
- (3) develop programs for children and youth and the elderly (and for other age groups as well) in such arts designed specifically for their participation, education, and recreation,
- (4) provide facilities for other civic activities at the John F. Kennedy Center for the Performing Arts,
- (5) provide within the John F. Kennedy Center for the Performing Arts a suitable memorial in honor of the late President.

POWERS OF THE BOARD

SEC. 5(a) The Board is authorized to solicit and accept for the Smithsonian Institution and to hold and administer gifts, bequests, or devises of money, securities, or other property of whatsoever character for the benefit of the John F. Kennedy Center for the Performing Arts. Unless otherwise restricted by the terms of the gift, bequest, or devise, the Board is authorized to sell or exchange and to invest or reinvest in such investments as it may determine from time to time the moneys, securities, or other

property composing trust funds given, bequeathed, or devised to or for the benefit of the John F. Kennedy Center for the Performing Arts. The income as and when collected shall be placed in such depositaries as the Board shall determine and shall be subject to expenditure by the Board.

(b) The Board shall appoint and fix the compensation and duties of a director, an assistant director, and a secretary of the John F. Kennedy Center for the Performing Arts and of such other officers and employees of the John F. Kennedy Center for the Performing Arts as may be necessary for the efficient administration of the functions of the Board. The director, assistant director, and secretary shall be well qualified by experience and training to perform the duties of their office.

(c) The actions of the Board, including any payment made or directed to be made by it from any trust funds, shall not be subject to review by any officer or agency other than a court of law.

ADMINISTRATION

SEC. 6(a) The Board is authorized to adopt an official seal which shall be judicially noticed and to make such bylaws, rules, and regulations, as it deems necessary for the administration of its functions under this Act, including, among other matters, bylaws, rules and regulations relating to the administration of its trust funds and the organization and procedure of the Board. The Board may function notwithstanding vacancies and twelve members of the Board shall constitute a quorum for the transaction of business.

(b) The Board shall have all the usual powers and obligations of a trustee in respect of all trust funds administered by it.

(c) The Board shall submit to the Smithsonian Institution and to Congress an annual report of its operations under this Act, including a detailed statement of all public and private moneys received and disbursed by it.

(d) The Board shall transmit to Congress a detailed report of any memorial which it proposes to provide within the John F. Kennedy Center for the Performing Arts under authority of paragraph (5) of section 4 of this Act, and no such memorial shall be provided until the Board of Regents of the Smithsonian Institution shall have approved such memorial.

(e) The Secretary of the Interior, acting through the National Park Service, shall provide maintenance, security, information, interpretation, janitorial and all other services necessary to the nonperforming arts functions of the John F. Kennedy Center for the Performing Arts. There is authorized to be appropriated to carry out this subsection not to exceed \$2,800,000

for the fiscal year ending June 30, 1976, \$741,000 for the transition period ending September 30, 1976, \$3,100,000 for the fiscal year ending September 30, 1977, and \$4,000,000 for the fiscal year ending September 30, 1978. There is authorized to be appropriated to carry out this subsection not to exceed \$4,200,000 for the fiscal year ending September 30, 1979. There is authorized to be appropriated to carry out this subsection not to exceed \$4,287,000 for the fiscal year ending September 30, 1980, and not to exceed \$4,400,000 for the fiscal year ending September 30, 1981, and not to exceed \$4,544,000 for the fiscal year ending September 30, 1982, and not to exceed \$4,247,000 for the fiscal year ending September 30, 1983.

(f) The General Accounting Office is authorized and directed to review and audit, regularly, the accounts of the Kennedy Center for the Performing Arts, for the purpose of determining the continuing ability of the Center to pay its share of future operating costs, and for the purpose of assuring that the cost-of-living formula fairly and accurately reflects the use of the building.

TERMINATION

SEC. 7(a) This Act shall cease to be effective, and all offices created by this Act and all appointments made under this Act shall terminate, if the Board of Regents of the Smithsonian Institution does not find that sufficient funds to construct the John F. Kennedy Center for the Performing Arts have been received by the Trustees of the John F. Kennedy Center for the Performing Arts within eight years after September 2, 1958.

(b) If the offices of Trustees of the John F. Kennedy Center for Performing Arts terminate under the provisions of subsection (a) of this section, all funds and property (real and personal) accepted by the Trustees of the John F. Kennedy Center for the Performing Arts under section 5(a) of this Act, and income therefrom, shall vest in the Board of Regents of the Smithsonian Institution and shall be used by the Board of Regents of the Smithsonian Institution to carry out the purposes of the Act entitled "An Act to provide for the transfer of the Civil Service Commission Building in the District of Columbia to the Smithsonian Institution to house certain art collections of the Smithsonian Institution," approved March 28, 1958, and for the acquisition of works of art to be housed in the building referred to in such Act; except that such funds or property, and the income therefrom, shall vest in an organization designated by the donor of such funds or property at the time of the making of the donation thereof, if, at such time, such organization described in section 501(c)(3) of the Internal Revenue Code of 1954 and is exempt under section 501(a) of such Code, and if, at such time, a contribution, bequest, legacy, devise, or transfer to such organization is deductible under section 170, 2055, or 2106 of such Code.

APPROPRIATIONS

SEC. 8(a) There is hereby authorized to be appropriated to the Board for use in accordance with this Act, amounts which in the aggregate will equal gifts, bequests, and devises of money, securities, and other property, held by the Board under this Act, except that not to exceed \$23,000,000 shall be appropriated pursuant to this subsection.

(b) There is hereby authorized to be appropriated to the Board not to exceed \$1,500,000 for the fiscal year ending June 30, 1972, for the public costs of maintaining and operating the nonperforming arts functions of the John F. Kennedy Center for the Performing Arts.

(c) There are authorized to be appropriated to the Secretary of the Interior, acting through the National Park Service, not to exceed \$4,700,000 for repair, renovation, and reconstruction of the John F. Kennedy Center for the Performing Arts necessary to correct water leaks in the roof, the terraces, the kitchen, and the East Plaza Drive and to correct any damage which has resulted from those leaks. No contract shall be entered into for any property or services necessary to carry out this subsection unless such contract has been approved by the Board, and no final payment for such property or services shall be made under any such contract unless such payment has been approved by the Board. No part of the funds authorized by this subsection shall be expended under any cost-plus-a-percentage-of-cost, cost-plus-a-fixed-fee, or similar incentive-type contract. Funds authorized by this subsection shall be expended under a contract only after advertising and competitive bidding for the property or services to be provided by such contract.

BORROWING AUTHORITY

SEC. 9. To finance necessary parking facilities for the Center, the Board may issue revenue bonds to the Secretary of the Treasury payable from revenues accruing to the Board. The total face value of all bonds so issued shall not be greater than \$20,400,000. The interest payments on such bonds may be deferred with the approval of the Secretary of the Treasury but any interest payments so deferred shall themselves bear interest after June 30, 1972. Deferred interest may not be charged against the debt limitation of \$20,400,000. Such obligations shall have maturities agreed upon by the Board and the Secretary of the Treasury but not in excess of fifty years. Such obligations may be redeemable at the option of the Board before maturity in such manner as may be stipulated in such obligations, but the

obligations thus redeemed shall not be refinanced by the Board. Each such obligation shall bear interest at a rate determined by the Secretary of the Treasury taking into consideration the current average rate on current marketable obligations of the United States of comparable maturities as of the last day of the month preceding the issuance of the obligations of the Board. The Secretary of the Treasury is authorized and directed to purchase any obligations of the Board to be issued under this section and for such purpose the Secretary of the Treasury is authorized to use as a public debt transaction the proceeds from the sale of any securities issued under the Second Liberty Bond Act, as amended, and the purposes for which securities may be issued under the Second Liberty Bond Act, as amended, are extended to include any purchases of the Board's obligations under this section.

GIFTS TO THE UNITED STATES

SEC. 10. The Secretary of the Treasury is authorized to accept on behalf of the United States any gift to the United States which he finds has been contributed in honor of or in memory of the late President John F. Kennedy and to pay the money to such appropriation of other account, including the appropriation accounts established pursuant to appropriations authorized by this Act, as in his judgment will best effectuate the intent of the donor.

NATIONAL MEMORIAL

SEC. 11. The John F. Kennedy Center for the Performing Arts, designated by this Act, shall be the sole national memorial to the late John Fitzgerald Kennedy within the city of Washington and its environs.

NOTE. -- Public Law 88-260 entitled "Joint Resolution providing for renaming the National Cultural Center as the John F. Kennedy Center for the Performing Arts, authorizing an appropriation therefor, and for other purposes", approved January 23, 1964, contained the following preamble:

"WHEREAS the late John Fitzgerald Kennedy served with distinction as President of the United States, and as a Member of the Senate and House of Representatives; and
WHEREAS the late John Fitzgerald Kennedy dedicated his life to the advancement of the welfare of mankind; and
WHEREAS the late John Fitzgerald Kennedy was particularly devoted to the advancement of the performing arts within the United States; and
WHEREAS by his untimely death this Nation and the world has suffered a great loss; and
WHEREAS it is the sense of the Congress that it is only fitting and proper that a suitable monument be dedicated to the memory of this great leader; and
WHEREAS the living memorial to be named in his honor by this joint resolution shall be the sole national monument to his memory within the city of Washington and its environs.

* * * * *

JOHN F. KENNEDY CENTER FOR THE PERFORMING ARTS
Washington, D.C.

BY-LAWS
OF
THE BOARD OF TRUSTEES
OF THE
JOHN F. KENNEDY CENTER FOR THE PERFORMING ARTS

(As approved by the Board of Trustees, April 27, 1959, revised and re-issued following action by the Board on January 19, 1962, and revised and re-issued following approval by the Board on March 9, 1964; and amended further on May 17, 1965, January 29, 1968 and August 15, 1975.)

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BY - LAWS
OF THE BOARD OF TRUSTEES
OF THE
JOHN F. KENNEDY CENTER FOR THE PERFORMING ARTS.

ARTICLE I.
Establishment

Section 1. Pursuant to the National Cultural Center Act (Public Law 85-874, 72 Stat. 1698) as amended, (Public Law 86-297, 73 Stat. 573; Public Law 88-100, 77 Stat. 128) presently known as the "John F. Kennedy Center Act" (Public Law 88-260, 78 Stat. 4, signed by President Johnson on January 23, 1964), there was established, on September 2, 1958, in the Smithsonian Institution a bureau which is directed by a Board known as the Trustees of the John F. Kennedy Center for the Performing Arts (hereinafter sometimes referred to as the "Board") whose duty it is to maintain and administer the John F. Kennedy Center for the Performing Arts (hereinafter sometimes referred to as the "Center") and site thereof and execute such other functions that are vested in the Board by the John F. Kennedy Act (hereinafter sometimes referred to as the "Act").

Section 2. These By-Laws are promulgated pursuant to the authority of Section 6(a) of the Act, which provides in pertinent part as follows:

"The Board is authorized...to make such bylaws, rules, and regulations, as it deems necessary for the administration of its functions under this Act,

including, among other matters, bylaws, rules, and regulations relating to the administration of its trust funds and the organization and procedure of the Board."

Section 3. The principal office shall be located within the limits of the District of Columbia at such address as the Board may select. Other offices may be located at such other places within and without the District of Columbia as the Board may from time to time determine.

ARTICLE II

General Concept and Specific Purposes

Section 1. The Center had its genesis under the Eisenhower Administration and was originally conceived by a bi-partisan Congress to stand as a monument to America's cultural maturity and to her realization that the conquest of material things cannot stand the test of time until they find fruition in the realm of the mind and soul. The peoples of fifty sovereign states, sharing a love for the political freedoms of self-government, seek in the creation of a cultural center a concrete expression of their common attachment to the arts. A desire to express this common attachment to the arts was felt most strongly by our late President, John Fitzgerald Kennedy. Accordingly, it was most fitting to rename the National Cultural Center, as the John F. Kennedy Center for the Performing Arts, in honor of the late President. No memorial could serve as a better tribute to his spacious view of the role of the arts in the development of the American civilization. The establishment of a climate in which the arts could flourish and man could find opportunity for

expression of his noblest thoughts and deepest passions, was a central objective of his Administration. This was, to him, one of the challenges of the free American society. The John F. Kennedy Center for the Performing Arts is an effort to contribute to such a climate.

Section 2. The specific purposes of the Board are:

1. To construct for the Smithsonian Institution a building to be designated as the John F. Kennedy Center for the Performing Arts on a site in the District of Columbia bounded by the Inner-loop Freeway on the east, the Theodore Roosevelt Bridge approaches on the south, Rock Creek Parkway on the west, New Hampshire Avenue and F Street on the north, which shall be selected for such purposes by the National Capital Planning Commission. Such building shall be in accordance with plans and specifications approved by the Commission of Fine Arts.

2. To maintain and administer the Center for the Performing Arts and site thereof.

3. To execute such other functions as are vested in the Board by the Act.

ARTICLE III

Duties

The Board shall:

Section 1. Present classical and contemporary music, opera, drama, dance, poetry, and all facets of the arts from this and other countries.

Section 2. Present lectures and other programs.

Section 3. Develop programs for all age groups in such arts designed specifically for their participation, education and recreation.

Section 4. Provide facilities for other civic and other cultural activities at the Center.

Section 5. Provide within the John F. Kennedy Center for the Performing Arts a suitable memorial in honor of the late President. The Board shall transmit to Congress a detailed report of any memorial which it proposes to provide within the Center and any such memorial shall be provided only if the Board of Regents of the Smithsonian Institution shall have approved such memorial.

ARTICLE IV

Powers

Section 1. The Board is authorized to solicit and accept and to hold and administer gifts, bequests, or devises of money, securities, or other property of whatsoever character for the benefit of the Center.

Section 2. The Board is authorized to receive any appropriations pursuant to Section 8 of the Act and any payment, including any which may be made under Section 10 of the Act, for use in accordance with the Act.

Section 3. Unless otherwise restricted by the terms of the gifts, bequest, or devise, the Board is authorized to sell or exchange and to invest and reinvest in such investments as it may determine from time to time the monies, securities, or other

property composing trust funds given, bequeathed, or devised to or for the benefit of the Center.

Section 4. The income as and when collected shall be placed in such depositories as the Board shall determine and shall be subject to expenditure by the Board.

Section 5. The Board has all the usual powers and obligations of a trustee in respect of all trust funds administered by it.

Section 6.(a) The Board has the power to borrow where such borrowing is necessary to accomplish the purposes of the Act.

(b) The Board has the power to issue revenue bonds to the Secretary of the Treasury payable from revenues accruing to the Board pursuant to the terms and limitations of Section 9 of the Act.

Section 7. The actions of the Board, including any payment made or directed to be made by it from any trust funds, shall not be subject to review by any officer or agency other than a court of law.

Section 8. The Board is authorized to fix the compensation and duties of all the officers and employees of the Center and to contract for professional and other services as may be necessary for the efficient administration of the functions of the Board.

ARTICLE V

Membership of the Board

Section 1. The Board shall be composed as follows: The Secretary of Health, Education and Welfare; the Librarian of Congress; the Assistant Secretary of State for Public Affairs;

the Chairman of the Commission of Fine Arts; the President of the Board of Commissioners of the District of Columbia; the Chairman of the District of Columbia Recreation Board; the Director of the National Park Service; the Commissioner of the United States Office of Education; the Secretary of the Smithsonian Institution; three members of the Senate appointed by the President of the Senate; three members of the House of Representatives appointed by the Speaker of the House of Representatives ex officio; and thirty general trustees, who shall be citizens of the United States.

Section 2. The general trustees shall be appointed by the President of the United States and each such trustee shall hold office as a member of the Board for a term of ten years, except that (1) any member appointed to fill a vacancy occurring prior to the expiration of the term for which his predecessor was appointed shall be appointed for the remainder of such term, (2) the terms of any members appointed prior to the date of enactment of the National Cultural Center Amendments Act of 1963 shall expire as designated by the President at the time of appointment, and (3) the terms of the first fifteen members appointed to the Board pursuant to the amendments made by the National Cultural Center Amendments Act of 1963 shall expire, as designated by the President at the time of appointment, three on September 1, 1964, three on September 1, 1966, three on September 1, 1968, three on September 1, 1970, and three on September 1, 1972.

ARTICLE VI

Management and Officers

Section 1. Management - The management of the Board and the control of its property and affairs shall be vested in the Board.

Section 2. Officers - A Chairman, Vice Chairman, Secretary, Treasurer and General Counsel shall be elected by the Board at the annual meeting of the Board. The Chairman and Vice Chairman shall be members of the Board. The Treasurer, General Counsel and Secretary need not be members of the Board.

Section 3. The Board may also elect additional Vice Chairmen who shall be members of the Board, and one or more Assistant Secretaries and Assistant Treasurers who need not be members of the Board

ARTICLE VII

Meetings of the Board

Section 1. Annual Meeting - The annual meeting of the Board shall be held the second Monday in January in Washington, D.C., or at such other place as may be designated by the Chairman of the Board, at which time the election of officers shall be held. In the event such meeting is not so held, the meeting may be held at such time and place as shall be specified in a notice given as hereinafter provided for meetings of the Board.

Section 2. Special Meetings - Special meetings may be called at any time by the Chairman. Special meetings may also be

called by the Board upon filing with the Secretary of the Board a written request of at least three members. Such written request shall specify the purposes for which the meeting is requested, and no business other than that specified in such purposes may be transacted at such special meetings.

Section 3. Notices of Meetings - Notice of any annual or special meeting shall be mailed, telegraphed or telephoned to all members of the Board at least seven days before the date of such meeting. Such notice shall set forth the place, date and time of such meeting.

Section 4. Waiver of Notice - Whenever any notice is required to be given under the provisions of these By-Laws a waiver thereof in writing, signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent thereto.

Section 5. Quorum - As provided in Section 6(a) of the Act, the Board may function notwithstanding vacancies, and twelve members of the Board shall constitute a quorum for the transaction of business, and the act of a majority of the Board members present at any meeting at which there is a quorum shall be the act of the Board. If a quorum shall not be present at any meeting of the Board, the members present thereat may adjourn the meeting from time to time with out notice other than an announcement at the meeting until a quorum shall be present.

Section 6. Voting - At all meetings of the Board, votes shall be viva voce unless the Chairman or one-half of the members

present request voting by written ballot.

Section 7. Written Consent - Any action required or permitted to be taken at any meeting of the Board may be taken without a meeting if prior to such action notice of the proposed action is mailed, telegraphed, or telephoned to all members of the Board and a written consent thereof is signed by a majority of the members of the Board and such written consent is filed with the minutes of the proceedings of the Board.

ARTICLE VIII

Committees

Section 1. Committees of the Board:

The Committees of the Board shall be:

1. The Executive Committee
2. The Nominating Committee
3. Standing Committees
4. Special Committees

Section 2. The establishment and powers of the Executive and Nominating Committees are hereinafter set forth in Articles IX and X, respectively.

Section 3. Standing Committees and Special Committees may be established by the Chairman who will define their functions, powers and tenure. Members thereof shall be appointed by the Chairman. The membership of these committees may be drawn from the Board of Trustees, the Advisory Committee on the Arts, and from the general public.

ARTICLE IX

Executive Committee

Section 1. Composition of Executive Committee - The Executive Committee shall consist of the following: Chairman, Vice Chairman or Vice Chairmen, Secretary, Treasurer, and General Counsel, and such additional Trustees as may be appointed to the Executive Committee by the Chairman of the Board. Appointments of such additional Trustees as members of the committee shall be subject to the ratification of the Board of Trustees at its Annual Meeting or at any special meeting, or by mail ballot as provided by Article VII, Section 7, of these By-Laws. The terms of appointed members of the Executive Committee shall end as of the annual meeting of the Board next following these appointments, but the number of reappointments or terms shall in no way be limited by this provision.

Section 2. Officers and Minutes - The Executive Committee shall have a Chairman, a Vice Chairman and a Secretary. The Chairman of the Executive Committee shall be the Chairman of the Board, and the Vice Chairman shall be the Vice Chairman of the Board or one of the Vice Chairmen of the Board designated by the Chairman, and the Secretary shall be the Secretary of the Center. The Committee shall keep regular minutes of its proceedings, which shall be sent to all members of the Board after the meeting is adjourned.

Section 3. Quorum and Voting - A majority of the Members of the Board who are on the Executive Committee shall constitute a quorum at any meeting and the Executive Committee may act by majority vote of those Members of the Board present.

Section 4. Meetings - Meetings of the Executive Committee shall be fixed by the Chairman and held at such times and places as may be fixed by him. Notice of such meeting shall be communicated by mail, telegram or telephone by the Secretary of the Executive Committee to all members thereof at least, three days in advance of the meeting. A waiver of notice of meeting, signed or confirmed by telegram by the person entitled thereto, whether before or after the time stated therein shall be deemed equivalent thereto.

Section 5. Functions and Powers - During the intervals between the meetings of the Board, the Executive Committee, to the extent lawfully delegated by the Board, may exercise the powers of the Board in the management of the business of the Board and shall prepare such recommendations for the consideration of the Board as it may deem appropriate.

Section 6. Any action required or permitted to be taken at any meeting of the Executive Committee may be taken without a meeting upon a mail ballot of that Committee, provided that prior to such actions notice of the proposed action is mailed, telephoned or telegraphed to all members of the Committee, and a written consent to said action and waiver of notice is signed by a majority of members of the Committee and such written consent is filed with the minutes of the proceedings of the Committee.

ARTICLE X

Nominating Committee

*Amended by Dec 4, 1988
mail vote -12-4-88
unanimously
cw*

Section 1. Composition of Nominating Committee - The Nominating Committee shall consist of ~~three~~ ^{FIVE} members of the Board appointed by the Chairman of the Board following an annual meeting of the Board but at least 30 days prior to the next scheduled annual meeting of the Board. No officer of the Board may serve on the Nominating Committee while holding office.

Section 2. Officers and Minutes - The Nominating Committee shall choose its own Chairman and its own Secretary. It shall keep regular minutes of its proceedings and a copy of such minutes shall be filed with the Secretary of the Board.

Section 3. Quorum and Voting - A majority of the Nominating Committee shall constitute a quorum at any meeting and may act by a majority of those present.

Section 4. Meetings - Meetings of the Nominating Committee shall be fixed by the Chairman of the Nominating Committee and held at such times and places as may be fixed by him. Notice of such meeting shall be communicated by mail, telegram, or telephone by the Secretary of the Nominating Committee to all members thereof at least three days in advance of the meeting. A waiver of notice of a meeting, signed or confirmed by telegram by the person entitled thereto, whether before or after the time stated therein shall be deemed equivalent thereto.

Section 5. Function - The function of the Nominating Committee shall be to nominate a slate of persons recommended

for election as officers of the Board. This slate shall be considered by the members of the Board, but they are in no way required to vote for the names appearing on the slate.

Nominations may also be made by Board members.

ARTICLE XI

Advisory Committee on the Arts

Section 1. Appointment - The Advisory Committee on the Arts, as established by Section 2(c) of the Act, shall be designated by the President of the United States to serve at his pleasure. The President of the United States shall designate the Chairman thereof.

Section 2. Duties - As set forth in Section 2(c) of the Act, the Advisory Committee on the Arts shall advise and consult with the Board and make recommendations to the Board regarding existing and prospective cultural activities to be carried on in the Center, and shall also assist the Board in soliciting gifts, bequests or devises of money, securities, or other property for the benefit of the Center pursuant to Section 5(a) of the Act and Article IV, Section 1, of these By-Laws. When invited by the Chairman of the Board, the Chairman of the Advisory Committee on the Arts and such members thereof as may be designated by the Chairman of the Board, shall attend the meetings of the Board or Executive Committee in a consultative capacity, but such persons shall have no vote.

ARTICLE XII

Duties of Officers

Section 1. Chairman of the Board - The Chairman of the Board shall preside at all meetings of the Board and the Executive Committee and shall be the Chief Executive Officer of the Board and perform the customary duties of a President. He shall be ex officio a member of all committees except the Nominating Committee. Except as otherwise provided by these By-Laws, he shall appoint the members of all committees.

Section 2. Vice Chairmen - The Vice Chairmen shall perform such duties and have such powers as may be delegated to them. In the absence of the Chairman, the Vice Chairman who is designated by the Chairman to serve as Acting Chairman during his absence or inability to perform his duties, may appoint Special Committees and shall have the power to perform the duties of the Chairman.

Section 3. Treasurer - The Treasurer shall keep the accounts of the Board and shall have the care and custody of all monies belonging to the Board. He shall keep proper books and records showing all receipts and expenditures. He shall render an annual report in writing as to the financial condition of the Board and as from time to time he may be requested by the Board or by the Executive Committee. He shall furnish such surety bond, at the expense of the Board, as the Board or the Executive Committee may from time to time require. He shall exercise all duties incident to the office of Treasurer. In the absence of the

Treasurer, the Assistant Treasurer designated by the Board shall have the power and perform the duties of the Treasurer. The Treasurer shall determine the duties of the Assistant Treasurers, if more than one is elected and serving in office. The Assistant Treasurers shall also furnish such surety bonds, at the expense of the Board, as the Board may from time to time require.

Section 4. Secretary - (a) The Secretary shall keep the record of all proceedings of all meetings of the Board. He shall have the custody of all records and papers relating to the business of the Board. He shall prepare and issue all notices required to be given to the members of the Board. He shall be permitted to attend the meetings of all Committees except the Nominating Committee.

(b) The Secretary shall also be Secretary of the Center and shall be well qualified by experience and training to perform the duties of this office.

(c) In the absence of the Secretary, the Assistant Secretary designated by the Board shall have the power and perform the duties of the Secretary.

Section 5. General Counsel - The General Counsel shall perform the duties customarily rendered by counsel for any agency, corporation or other organized body and any other appropriate duties requested by the Board or the Executive Committee. Without limiting the foregoing, more particularly, the General Counsel shall advise the Board, its officers, agents and employees in all relevant legal matters, rendering written legal opinions where appropriate; prepare or review all useful or necessary contracts

deeds or other instruments; prosecute and defend any and all relevant legal actions or proceedings; and represent the Board in its relationships of a legal nature, with any governmental or quasi-governmental authorities.

ARTICLE XIII

Removals

Any officer of the Board or members of any committees may be removed only by the affirmative vote of two-thirds of the members of the Board at a special meeting of the Board called for the purpose of considering such a removal.

ARTICLE XIV

Voting for Officers

Section 1. Persons receiving a majority of the votes for each office shall be declared elected. Election shall be for a term of one year and until a successor is elected and qualified. In the event a vacancy occurs during such year, the Board shall elect a replacing officer to serve until a successor is elected and qualified.

Section 2. Method of Voting - Voting for officers shall be viva voce unless ballots are requested by not less than three members of the Board. Where it becomes necessary to elect a replacement due to a vacancy, election may be made by the Board at a special meeting called for that purpose. At such meeting, the voting shall be viva voce unless ballots are called for by at least three members of the Board.

Section 3. Voting by Mail - Voting shall be allowed by mail or telegram if authorized by the Executive Committee.

ARTICLE XV

Minutes

Minutes of the Meetings of the Board, of the Executive Committee, and of all other Committees, shall be prepared by the Secretaries of the respective committees and filed with the Secretary of the Board. Copies of the minutes of the meetings of the Board and the Executive Committee shall be sent to all members of the Board after the meeting is adjourned. The Chairman may, from time to time, direct the Secretary of the Board to send to all members of the Board copies of minutes of other committees which the Chairman feels should be brought to their attention.

ARTICLE XVI

Annual Report

The Board shall submit to the Smithsonian Institution and to Congress as required by Section 6(c) of the Act an annual report of its operations under the Act, including a detailed statement of all public and private monies received and disbursed by it.

ARTICLE XVII

Administrative Employees

Section 1. Director - The Board shall appoint and fix the compensation of a Director who shall have the duty of managing the Center and shall be accountable to the Board therefore. The

person selected for the position of Director shall be well qualified by experience and training to perform his duties. The Board is empowered to contract with the Director for such period of time and for such compensation as to the Board may seem fit and proper.

Section 2. Assistant Director - The Board shall appoint and fix the compensation of an Assistant Director who shall have the duty of aiding the Director in carrying out his duty of managing the Center. The person selected for the position of Assistant Director shall be well qualified by experience and training to perform his duties. The Board is empowered to contract with the Assistant Director for such a period of time and for such compensation as to the Board may seem fit and proper.

Section 3. Other employees - The Board shall appoint and fix the compensation and duties of such other employees of the Center as may be necessary for the efficient administration of the functions of the Board.

ARTICLE XVIII

Seal

The Board is authorized to adopt an official seal which may be altered by the Board at its discretion.

ARTICLE XIX

Execution of Instruments, etc.

Section 1. Contracts, etc., How executed - The Board may authorize any officer or officers, agent or agents, to enter into any contract or to execute and deliver any instrument in the name

hereby granted by the Bureau directed by the Board shall be in addition to and not in restriction or limitation of any other privilege or power which the Bureau directed by the Board may lawfully exercise with respect to the indemnification or reimbursement of Trustees, officers, employees or representatives.

Such indemnification shall apply although the person to be indemnified is no longer a Trustee, officer, employee or representative of the Bureau by the Board.

ARTICLE XXI

Amendments

Section 1. In Person - These By-Laws may be amended at any meeting of the Board by an affirmative vote of at least two-thirds of the members of the Board present, provided notice of the intention to amend shall have been contained in the notice of the meeting.

Section 2. By Mail - A proposal for the amendment of these By-Laws may be made by the Chairman of the Board or by concurrence of at least three members of the Board, in writing, and shall be filed with the Secretary of the Board. A copy of such proposed amendment shall then be mailed to each member of the Board by the Secretary of the Board. The proposed amendment shall be adopted upon the filing with the Secretary of the Board consents signed by two-thirds of all members of the Board, approving the adoption of the proposed amendment.