Museum Store Association
Chapter Officer Handbook

2019 – 2020
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MUSEUM STORE ASSOCIATION

Mission
The Museum Store Association is a 501(c)3 international organization with the mission of advancing the non-profit retail industry and the success of the professionals engaged in it. By encouraging high standards of knowledge and professionalism, MSA helps non-profit retail professionals better serve their institutions and the public.

Vision
Non-profit retailing will be universally viewed as essential to the success of cultural venues and to extending the visitor experience.

INTRODUCTION

The Museum Store Association supports the advancement of the non-profit retailing profession through serving as an essential resource for institution, individuals and businesses interested in working within this industry. The association encourages the highest level of professional standards in the industry by raising awareness of the profession, by supporting a stronger economic climate for the industry and institutions served and by providing educational and career development opportunities for its individual members.

MSA and all MSA Chapters are governed by the MSA Board of Directors (MSA Board) who determine policies, fiscal matters and in general assume the responsibility for the guidance of the affairs of the association. Chapters may be established as determined by the MSA Board of Directors.

The MSA Board of Directors and the Chapter Board of Directors work in partnership to support the educational mission of the association and to encourage a mutually beneficial relationship that encourages growth and future success of its members.

The MSA Chapter Handbook is the resource manual to the roles and duties of Chapter Officers and is designed to serve as a guide to the relationship between MSA and the Chapter Officers. All chapters save Chapter 5 Section 5.1 are guidelines and/or best practices to help chapter officers fulfill their officer responsibilities. The purpose of the Handbook is to ensure that Chapter Officers have a complete and clear understanding of the MSA policies affecting their role as Chapter Officers and recommended procedures that enable Chapters to effectively support the strategic goals of MSA and address the needs of its members. If there are any questions regarding chapter officer responsibilities or operating guidelines, please contact the MSA Office.

The Handbook is divided into five sections for reference:
1. **Chapter Administration Policy** - Policies governing the administration of the Chapter
2. **Chapter Officer Roles and Responsibilities** - Policies describing the individual responsibilities of each Chapter Officer
3. **Chapter Leadership and Elections** - Policies describing the election process of Chapter Officers
4. **Chapter Meetings** - Policies describing the meeting planning processes
5. **Chapter Forms**

The current version of this Handbook supersedes all previous versions, and its terms replace those contained in previous versions. This Handbook contains only general information and guidelines. It is not a binding legal contract.
CHAPTER 1: ADMINISTRATION POLICY

Section 1.1 Administration

The Museum Store Association, hereby known as MSA, has established Chapters of the association, the boundaries of which have been set and defined by the MSA Board of Directors to further the educational mission of MSA. The general purpose of the Chapters is to disseminate information through educational programs to the membership consistent with the MSA By-laws and policies, and its tax-exempt function.

Section 1.2 Chapter Composition

Each Chapter of the MSA is an independent 501c3 non-profit organization governed by a Chapter Board of Directors (defined as Chapter Officer / Chapter Board). All Chapter members must be a member of the MSA before becoming a member of the Chapter.

Each Chapter’s membership shall be composed of Institution, Individual, Vendor and Sales Representative members. Any entity which is a member of MSA in the region covered by a Chapter will be a member of the Chapter.

While Vendors and Sales reps may work with MSA members nationally, they all have a base in a specific Chapter. Being associated with a Chapter gives them an opportunity to connect with a smaller community of fellow vendor members and buyers.

Section 1.3 Responsibilities and Communication Between Parties

The Chapter Officers facilitate communication between the Chapters, the Chapter membership, the MSA Staff, and the MSA Board of Directors.

- Between MSA Board and Chapter Officers
  - MSA Board and Chapter Officers participate in quarterly conference calls to share information about the work of the MSA Staff and MSA Board regarding MSA’s Strategic Plan, MSA Committees, upcoming events, and other information of relevance to the chapters. The Chapter Officers provide updates about current work in their chapters.
  - Chapter Officers are a vital voice of the membership. Chapter Officers are encouraged to share and facilitate the opportunity for the membership to convey concerns and to have questions answered by the MSA Board.

- Between Chapter Officers and MSA Staff
  - At the beginning of each month, the MSA Office emails a chapter list of current members to all Chapter Officers. The Chapter Member list is to be used for any communication between the Chapter Officers and Chapter Members.
  - MSA Staff sends a monthly update of all new members, so that the Chapter Board can welcome these new members and encourage their participation at both the chapter level and the national level.
  - On last day of each month, the Chapter Officers are encouraged to email the MSA Office a list of potential members gathered during that month.
  - Chapter Officers serve as a conduit for communicating what is happening within the chapters to the MSA Staff. Chapter Officers are vital in creating and encouraging enthusiasm around sharing local success stories, events and other happening in their chapter.

- Between Chapter Officers and Chapter Membership
The role of the Chapter Officers is to communicate with and encourage participation of the membership. Chapter Officers are encouraged to communicate with the membership on a regular basis.

Chapter Officers are encouraged to send either a monthly or quarterly membership newsletter or email. Chapter Officers are encouraged to share and announce to the membership information regarding new members, provide summary following the quarterly MSA Board and Chapter Officer conference call and provide updated information on chapter activities and upcoming events.

Between Chapter and Chapter

Chapter Officers are encouraged to reach out to other Chapter Officers as a vehicle to learn about activities in other chapters and to announce the activities in their own chapter.

All Chapters of the MSA conduct similar activities, and through communication with other Chapter Officers gain insights to help in their leadership role of their Chapter.

Section 1.4 Marketing and Communications

Chapter Support of MSA Marketing

The MSA Board and MSA work with MSA committees to outline dynamic/proactive communication and marketing plans that provides a system for communicating: current events, activities, and changes within the association.

The dissemination of information throughout all levels of the association is an essential part of the association’s success. Marketing plans provide an opportunity to grow and promote the mission of the association. Chapters use these plans to promote, market, and communicate these initiatives.

MSA provides a variety of resources for use to market the association. Many of these tools are available for download on the MSA website. Use of the MSA logo and chapter logo must be in accordance with the logo use policy (for more detail contact the MSA Staff).

MSA Staff can assist with preparing target marketing efforts. To facilitate these efforts it is vital that you plan and schedule these activities with MSA Staff, so it can be worked into the MSA calendar planned by MSA Staff.

Chapter Use of Social Media as a Marketing Tool

Online social media enables individuals to share insights, opinions, and information within the context of a globally distributed conversation. Each tool and medium has proper and improper uses. It is important for members, volunteers, and others to understand what is recommended, expected and required to promote the Chapter’s mission online. Social media network is meant to achieve the following goals (in no particular order):

- Build professionalism and the image of MSA, the Chapter, and the museum store profession
- Improve the public image of MSA, the Chapter, and museum store professionals
- Promote MSA and Chapter products and services
- Engage the museum store community in discussions to build overall community
- Grow the Chapter and MSA membership
- Advocate for the museum store profession

Chapter’s social media platforms are: Facebook, YouTube, Twitter, etc. The social media target community is the museum store professional, lay people, and other professionals in related areas. Postings will not:

- Be offensive, threatening, illegal, or inflammatory, defamatory or hostile
Promote, advertise a commercial product or solicit business or membership to other organizations

Contain phone numbers or email addresses

Infringe on the rights of the organization or any individual or entity to include privacy, intellectual property or publication rights

Handling of Posts
The Chapter President, or designated volunteer, is the primary individual authorized to post on the Chapter’s social media platforms, on behalf of the Chapter. This includes replies to comments and questions. The Chapter President reserves the right to remove content without notice. Content posted on the Chapter’s social media must be approved by the Chapter President or designated volunteer. The Chapter reserves the right to: ban future posts from people who repeatedly violate the terms and conditions and remove or edit comments at any time whether they violate terms or not.

Section 1.5 Membership Growth and Retention

Cultivating and growing, the MSA Membership is an essential part of the success of the association. MSA Board, MSA Staff and Chapter Officers provide a critical role to growing the membership and retaining members of the association.

Periodically the MSA Board and MSA staff will reach out to the Chapter Officers to help support the association’s efforts to grow the membership. MSA will provide a variety of resources to support the growth of the membership. These resources provide the Chapter Officers an opportunity to support recruitment activities at the local level.

The success of the MSA both at the National and Chapter levels relies on retaining membership enrollment in the association. The programs and activities provided by each chapter contribute largely to the success of the association as a whole and the ability to retain members. Chapter Officers and the Chapter members work to provide activities that support growth and maintain a community that allow the membership to thrive as a vital voice in the industry.

Section 1.6 Diversity Policy

MSA seeks to encourage and promote participation, accessibility, active representation, and leadership from diverse populations including, but not limited to, races, ethnicities, national origins, languages, genders, sexual orientation, economic statuses, organizational locations, physical abilities, ages, religions, educational types or levels, and perspectives. Further, the Chapter actively implements equity and affirms diversity in its work, including its publications, and in its Chapter Board, programs, and committees.

Section 1.7 Financial Responsibilities

Fiscal Year
The fiscal year for each Chapter shall coincide with the fiscal year of the Museum Store Association January 1 through December 31.

Financial Reporting Requirements
Chapter Officers have a fiduciary responsibility for maintaining and presiding over all chapter financial matters. Chapter Officers are required to ensure that all financial activities of the chapter meet all federal,
state and local laws as required for maintaining the Chapter’s status as a non-profit educational organization.

Because each Chapter is an independent non-profit association the MSA Board and the MSA Staff have no financial or legal obligation for the expenses generated by the Chapter. The primary role of the MSA Board and the MSA Staff is to advise and to provide oversight to ensure that all financial reporting requirements are maintained on behalf the membership.

The MSA Staff will be required periodically to obtain appropriate documentation of the financial activities of each Chapter for the purpose of filing and completing compliance requirements by federal, local and state law. The Chapter Officers are required to provide the MSA Staff on a timely basis all documents as requested to ensure that compliance with these laws are being met.

See Chapter 5 - Section 5.3 - Chapter Financial Report

Section 1.8 Spending Authority

Chapter Officers must put before the entire Chapter membership an opportunity to vote on any expenditure and financial commitments that are greater than 30% of the Chapter assets for any specific expenditure. No Chapter Officer will have authority to spend more than $100 without the approval of the entire Chapter Board.

Chapter Officers have limited contractual authority to commit the Chapter to financial obligations; all financial commitments/contracts are to be reviewed by the entire Chapter Board before any officer is empowered to sign the agreement or contract.

Chapter Officers should maintain a process of checks and balances over the financial activities of the association. Chapter Officers are encouraged to work with the MSA Staff to review all contractual agreements prior to committing the Chapter to any financial obligation.

Section: 1.9 Insurance / Risk Management

The effect of uncertainty and risk can have many ramifications to any Chapter or organization. As an independently incorporated 501(c)3 non-profit organization it is highly recommended that each Chapter maintain risk and liability insurance to minimize and protect the chapter from loss and liability. MSA does not maintain an umbrella policy that indemnifies Chapter activities or the actions of the Chapter Board. It is the sole responsibility of each Chapter to maintain and purchase insurance to protect the Chapter for loss. Please contact the MSA Office for assistance or questions.

Section 1.10 Amendments to Chapter By-Laws, Articles of Incorporation, Tax-Id / EIN#

While each Chapter is an independent organization with the authority to modify the By-laws of their organizations, Chapter Officers are discouraged from making changes to their By-laws without first requesting approval of the changes from the MSA Board. Approval is to ensure that any changes maintain compliance with the legal requirements of the 501(c)3 non-profit educational associations. All changes must be documented and recorded with the MSA Office to ensure legal compliance.

Articles of incorporation are the approved legal documents on record establishing each chapter as a separately run corporation. The articles were submitted to the appropriate state authorities at the time each Chapter was established. The state of record is Colorado. Copies of these documents are on file at the MSA Office.
Each Chapter was issued a federal taxpayers identification number/Employer Identification Number at the time of incorporation. The MSA Office maintains a record of this numbers for each Chapter. From time to time Chapter Officers may be asked to provide this number for conducting business activities. Please contact the MSA Office for assistance in providing this number as needed.

Section 1.11 Volunteering Management /Engagement

MSA is a volunteer run organization supported by a team staff. Participation at both the National and Chapter level is voluntary. Through volunteering, the association membership is provided the opportunity to help build and support the association into the future. The MSA strongly encourages participation of the membership in volunteering on task forces and committees of the association. Volunteers must be current MSA members, at any level of membership. Volunteers are included in, but not limited to, committees on both the National and Chapter level.

☐ Volunteer Opportunities and Recruitment
Volunteer recruitment at the Chapter level will be conducted by the Chapter Vice President via phone, email or letter explaining the Chapter needs and goals. Opportunities to be involved at the Chapter level include but are not limited to:
  o Chapter Leadership Development Committee
  o Chapter Membership Recruitment
  o Chapter Meeting Planning Committee
  o Chapter Scholarship Committee
Many of the MSA Committees are board-appointed positions. However, members may sign up to volunteer for these committees through the volunteer page of the MSA website. Opportunities to be involved at the National level include but are not limited to:
  o MSA Retail Conference & Expo
  o Advocacy Committee
  o Finance Committee
  o Board Development Committee
  o Chapter Policy & Procedure Task Force
  o Education Advisory Group
  o Governance Committee
  o Membership Committee
  o Scholarship Committee
  o MSA Next Committee

☐ Volunteer Responsibilities
Volunteers, working on either a National or Chapter level providing assistance and support to achieve the goals and objectives related to volunteer tasks as defined by either the MSA Board, MSA Staff or the Chapter Board. Volunteers provide an additional voice of the membership and work to achieve the strategic objectives of the association or the Chapter. Volunteers serve by committing their time to work in supporting the MSA and the Chapter.

☐ Volunteer Awards and Acknowledgements
Volunteers will be recognized for their service at both the Chapter and national level. At the Regional Chapter meeting, each volunteer should be recognized officially for Chapter service during that fiscal year. At the MSA Retail Conference and Expo, volunteers will be recognized for service at the National level during that fiscal year.
**Section 1.12 Strategic Planning**

Chapter Strategic Goals that are in support of MSA Strategic Plans should be identified during the business meeting at the annual MSA Retail Conference & Expo. The purpose of strategic planning will be to guide the Chapter to fulfill its goal each fiscal year. Each Chapter Board may create their own Chapter’s strategic plan and goals.

*See Chapter 5 – Section 5.1 - MSA 2016-2019 Strategic Plan*

**Section 1.13 Record Keeping**

Maintaining and transferring documents that record the business activities of the Chapter are vital to ensuring that as a Chapter Officer all fiduciary and legal obligation of the Chapter have been exercised from fiscal year to year. All Chapters must establish a process for maintaining files and records that include documents related but not limited to:

- All aspects of the income and expense of the Chapter; including but not limited to, bank statements and records, treasurer reports, contracts of business obligations created throughout the year and from year to year
- Meeting Minutes for all meetings conducted throughout the year and from year to year
- Attendance records listing participation of the members at all Chapter educational programs and business meetings throughout the year and from year to year

Transferring of the files and records of the Chapter business activities from Chapter Officers from year to year ensures that each Officer has been provided the necessary records that they need to perform their leadership role. While many of the documents and reports required throughout the fiscal year are submitted electronically to the MSA Office maintaining copies of these records for Chapter use rest with the Chapter Officers. Records should be electronically scanned or stored by Chapter Officers and these files should be sent to incoming officers from year to year.

*See Chapter 5 – Section 5.1 - Document Retention Checklist*

**Section 1.14 MSA Affiliation Agreement**

Each Chapter signs an affiliation agreement between MSA and the Chapters that contains the binding requirements between MSA and its Chapters. Chapters may wish to consult with their own advisors before signing off on this required agreement. This Affiliation Agreement outlines and adheres to the goals, needs, and plan of the MSA, Chapters and the Membership.
Chapter 2: Chapter Officer Roles and Responsibilities

Section 2.1 Chapter Officer Roles

It is the responsibility of the Chapter Officers to comply with the Chapter By-laws, the Chapter Policies, and the MSA Affiliation Agreement between MSA and each Chapter. Chapter Officers are required to elect and/or appoint officers as described below, all of whom together comprise the Chapter Board. Each individual serving as a Chapter Officer must be a current member in good standing of the MSA through the entirety of his/her term. At times an individual may hold several officer roles while positions are being filled due to vacancies on the Chapter Board.

Chapter President: The individual that the MSA considers the principle executive officer of the Chapter with ultimate responsibility to MSA to ensure that all obligations as stated in the MSA Affiliation Agreement are fulfilled.

Chapter Vice-President: The individual that the MSA considers the de facto principle executive officer of the Chapter if the President is unwilling or unable to fulfill his/her duties.

Chapter Secretary: The individual that the MSA considers the keeper of all governance and procedural documents of the Chapter.

Chapter Treasurer: The individual that the MSA considers the authority on financial matters specific to the Chapter.

Chapter Vendor Member Advisor: The individual that the MSA considers the representative for vendor members specific to the Chapter.

See Chapter 5 – Section 5.1 - By-Laws of the Chapter

Section 2.2 Chapter President’s Responsibilities

The Chapter President serves in that capacity for one (1) year after having served for one (1) year as Secretary and for one (1) year as Vice President. The primary responsibility for the Chapter President is to coordinate all chapter activities, ensuring that all Chapter obligations and responsibilities to its Chapter members and MSA are fulfilled. The Chapter President:

- Complies with Chapter Officer responsibilities
- Participates in quarterly conference calls with MSA Board
- Encourages attendance at Chapter meetings and the annual MSA Retail Conference & Expo
- Schedules a minimum of two (2) Chapter meeting per fiscal year in accordance with the Chapter Meeting Policy
- Surveys members for desired programs and Chapter meeting needs as a reference to continuously improve Chapter activities
- Ensures that an informative and educational program is developed for the Chapter meeting
- Secures host museum(s) to hold the Chapter meeting
- Submits completed Chapter Meeting Agenda & Information Form and Registration Form to the MSA Office three (3) months in advance of the meeting
- Ensures that the Chapter Secretary sends Chapter Meeting minutes to the MSA Staff within thirty (30) days after the meeting
- Appoints a Chapter Leadership Development Committee with Chairperson for the election of Chapter Secretary and is responsible for ensuring that the committee adheres to the procedures and schedule outlined in the Chapter Election Policy
- Appoints all Chapter committees and serves as ex-officio of the committees
• Provides an orientation to all incoming Chapter Officers that will be serving during the Chapter President’s term; to be completed between the time their election has been confirmed and they are inducted
• Facilitates membership recruitment by working with Chapter members, MSA Staff and MSA to identify potential members (lapsed and new)
• Collaborates with Chapter Vice-President in coordinating outreach efforts, including regular communications to potential members and implementing local and regional membership recruiting events and activities
• Collaborates with his/her Chapter Officers to ensure the duties and responsibilities of any and all Chapter Officer vacancies are fulfilled until such time as a replacement can be identified and inducted
• Communicates and ensures that all Chapter activities adhere to the MSA’s policies on: Antitrust, Conflict of Interest and Membership

See Chapter 5 – Section 5.1 - Antitrust Policy, Conflict of Interest and Membership Policy

Section 2.3 Chapter Vice President’s Responsibilities

The Chapter Vice President serves in that capacity for one (1) year after having served for one (1) year as Chapter Secretary. The Chapter Vice President assumes the responsibilities of the Chapter President in the event of his/her absence. The primary responsibility of the Chapter Vice President is to assist the Chapter President and by taking on a marketing and educational role within the Chapter. The Chapter Vice President:
• Reports to the Chapter President
• Complies with Chapter Officer responsibilities
• Participates in quarterly conference calls with MSA Board
• Assists in the planning of Chapter meeting programs and the budgets associated with them at the Chapter President’s request
• Collaborates with Chapter President in coordinating outreach efforts, including regular communications to potential members and implementing local and regional membership recruiting events and activities as outlined by the MSA
• Implements all membership marketing activities as specified in monthly membership marketing update from the MSA Office
• Organizes appropriate transfer of all signatory authority to appropriate Chapter Officers one month prior to assuming the role of Chapter President
• Collaborates with his/her Chapter Officers to ensure the duties and responsibilities of any and all Chapter Officer vacancies are fulfilled until such time as a replacement can be identified and inducted
• Performs special duties as necessary at the request of the Chapter President

Section 2.4 Chapter Secretary’s Responsibilities

The Chapter Secretary is elected for three (3) years. He/she serves for one (1) year as Secretary before moving on to serve for one (1) year as Vice President and one (1) year as President. Any person considered for the position of Chapter Secretary and subsequent offices must have been a member of MSA for at least one (1) year. The primary responsibility of the Chapter Secretary is to record and distribute all information and required documents related to the Chapter events to the Chapter members and to the MSA Staff. The Chapter Secretary:
• Reports to the Chapter President
• Complies with Chapter Officer responsibilities
• Participates in quarterly conference calls with MSA Board
• Records all Chapter business meeting minutes
Updates email lists of Chapter members as outlined in Chapter Officer List Maintenance Policy
Assists in the preparation and planning of the Chapter meeting at the Chapter President’s request
Communicates the following to the chapter members as outlined in Chapter Meeting Policy:
  o Notice of the date and location of all Chapter events including business meetings and educational programs
  o Detailed agenda of all Chapter business meeting and educational events
  o Official meeting minutes
Communicates the following to the MSA Staff as outlined in Chapter Meeting Policy:
  o Date and location of all Chapter events including business meetings and educational programs
  o Detailed agenda of all Chapter business meeting and educational events
  o Registration information for all Chapter business meetings and educational programs
  o Official meeting minutes
Gathers newsworthy information regarding Chapter members and submits to the MSA Staff for presentation on the Chapter section of the MSA website as well as other areas of the website as deemed appropriate by the MSA Staff
Collaborates with his/her Chapter Officers to ensure the duties and responsibilities of any and all Chapter Officer vacancies are fulfilled until such time as a replacement can be identified and inducted.
Performs special duties at the request of the Chapter President

Section 2.5 Chapter Treasurer’s Responsibilities

The Chapter Treasurer is elected and serves a two (2) year term with an option to be a candidate for a second two (2) year term. Any person considered for the position of Chapter Treasurer must have been a member of MSA. It is highly recommended that they previously served as a Chapter Officer. The Chapter Treasurer does not rotate into succession as the Chapter Secretary or the Chapter Vice President. The primary responsibility of the Chapter Treasurer is to execute record and distribute all information related to the Chapter’s financial status. The Chapter Treasurer:
• Reports to the Chapter President
• Complies with Chapter Officer responsibilities
• Holds access authority to all Chapter financial accounts with all banking and investment firms
• Oversees all cash, check and credit charge transactions and reports the balance of all accounts as a result of said transactions to the Chapter Board on a quarterly basis
• Files all required financial documents as required by and outlined by MSA and in MSA Affiliation Agreement
• Prepares and presents an annual Chapter financial report at Chapter’s annual meeting that includes at a minimum a statement of activities (profit and loss) and balance sheet
• Organizes transfer of his/her account authority to incoming treasurer two months prior to the end of his/her term
• Collaborates with his/her Chapter Officers to ensure the duties and responsibilities of any and all Chapter Officer vacancies are fulfilled until such time as a replacement can be identified and inducted
• Performs special duties at the request of the Chapter President

Section 2.6 Chapter Vendor Member Advisor’s Responsibilities

The Chapter Vendor Member Advisor is appointed by the Chapter Board of Director’s. He/she will serve two (2) year term. The vendor member’s business must reside within the chapter selected to serve but the vendor member can be selected from the membership at large if no vendor member resides in the Chapter’s region. The Vendor Member Advisor is not entitled to vote in MSA elections or on Chapter motions. The Chapter Vendor Member Advisor does not move up in the succession of Chapter Officers
as Chapter Secretary or Vice President. Any person considered for the position of Chapter Vendor Member Advisor must have been a member of MSA for a minimum of one (1) year. The primary responsibility of the Chapter Vendor Member Advisor is to be a liaison between the vendors and the Chapter members. The Chapter Vendor Member Advisor:

- Reports to the Chapter President
- Complies with Chapter Officer responsibilities
- Works with Chapter Officers to develop sponsorship levels. Encourages participation of other vendor members and benefits of to create meaningful presentation at Chapter meetings
- Works with Chapter members to educate on buying, product development and other business partnerships
- Works with Chapter President to recruit Vendor members to attend Chapter meetings
- Works with current vendor members to re-energize and focus on MSA Chapter member needs
- Provides orientation for vendor members in conjunction with MSA members
- Develops community access to Chapter members
- Works with Chapter Officers to ensure Vendor members are addressed in surveys and other means of communication
- Recruits other Vendor members to MSA
- Performs special duties at the request of the Chapter President

Section 2.7 Chapter Membership Recruitment

As regional representatives for MSA, Chapter Officers should actively recruit new MSA members in their region. Chapter Officers may request membership materials from the MSA Office to distribute locally and regionally to friends, colleagues and non-members. Officers can promote membership growth by submitting potential member names to the MSA Office.

Section 2.8 Chapter List Maintenance

Chapter Officers are responsible for keeping and maintaining a current Chapter Member list. This list should be shared between all five (5) officers and passed down as new officers come in. The MSA Office will email each Chapter a list of new members monthly and this list should be added to the master Chapter list. The Chapter Member list is to be used for any communication between the Chapter Officers and Chapter Members. It is essential that this list is kept accurate. The Chapter Officers should request an updated Chapter Member list to ensure all information is current before any communication is sent to their Chapter Members. Chapter Officers should maintain the list with all updates and changes to the list and communicate these changes to the MSA Staff.

Section 2.9 Chapter Officer Resignation and Removal

In accordance with the By-laws of the Chapter any Chapter Officer may resign at any time by giving written notice to the Chapter President. Any Chapter Officer may be removed by a majority vote of the Chapter Board whenever in its judgement the best interest of the Chapter would be served thereby.

See Chapter 3 - Section 3.10 - page 16 - Chapter Vacancies
Chapter 3: CHAPTER LEADERSHIP AND ELECTIONS

Section 3.1 Chapter Leadership

Each Chapter will be governed by a Board of Directors, and on behalf of the Chapter membership, will govern the Chapter with a focus on continually improving the programs and services that meet the mission of MSA and the Chapter.

All Chapter Officers comprise the Chapter Board. The governance of the Chapter is vested in the Chapter leadership. The Chapter Officers manages the affairs of the Chapter in conformity with the law and By-laws of the Chapter.

The fundamental legal responsibilities of any Chapter Board are as follows:

- Duty of Care: to be reasonably informed and to use sound information and judgment in making decisions on behalf of the organization
- Duty of Loyalty: to put aside personal interests and act in the best interest of the organization
- Duty of Obedience: to act in compliance with the organization’s mission, bylaws, and policies, as well as legal and regulatory requirements.

The Chapter Officers have legal and ethical responsibilities that include:

- Fiduciary relationship of the Chapter’s use of funds to meet Chapter educational activities, strategic priorities as non-profit organization
- Oversight of obligations ensure that the Chapter decisions are consistent with the established mission and current strategic plan
- Avoid conflicts of interest and to make decision in the best interest of the Chapter and the MSA
- Actively participate in discussions and decision-making and be accountable for decisions
- Comply with the policy on confidentiality

Section 3.2 Chapter Officer Election Policy

Secretary
The members of each Chapter shall elect a Chapter Secretary to office each year in compliance with the established MSA election policy. The Secretary takes office with the understanding that he/she is making a three (3) year commitment. The Officer will serve one (1) year as Secretary, one (1) year as Vice President and one (1) year as President.

Treasurer
The members of each Chapter shall elect a Chapter Treasurer to office biennially in compliance with the established MSA election policy. The Chapter Treasurer serves a two (2) year term with an option to be a candidate for a second two (2) year term. The Chapter Treasurer does not move up in the succession of Chapter Officers

Vendor Member Advisor
The Chapter Board shall appoint a Chapter Vendor Member Advisor to office biennially. The Vendor Member Advisor serves a two (2) year term. The Vendor Member’s business must reside within the region of the Chapter selected to serve. The Vendor Member Advisor is a non-voting position in accordance to MSA Membership Policy. The Vendor Member Advisor does not move up in the succession of Chapter Officers. Chapter Boards may appoint a Vendor Member Advisor from outside their region when one does not reside in the region.
Section 3.3 Chapter Leadership Development Committee

The Chapter President shall appoint a Chapter Leadership Development Committee with a Chairperson. All members of the committee must be MSA members of that Chapter. The Committee Chairperson should not be the incoming or outgoing Chapter President. The Chapter Leadership Development Committee should consist of a minimum of two (2) members, one Chairperson and one other member and be submitted to the MSA Office by December 1 of the current year.

See Chapter 5 – Section 5.2 - Leadership Development Committee Form

The Chapter Leadership Development Committee shall present a slate of Officer Candidates, on the designated form, to the Chapter President and the MSA office for e-ballot preparation by January 15 of the current year. Annually, the Committee selects at least one (1) candidate for the office of Secretary. Biennially, the Committee selects at least one (1) candidate for office of Treasurer, and at least one (1) candidate for office of Vendor Member Advisor. The Committee determines if candidates understand the responsibility and time commitment necessary to hold office.

See Chapter 5 – Section 5.2 - Slate of Officers Candidates Form

Section 3.4 Candidate Selection

Members interested in serving as a Chapter Officer must be either the designated MSA member or individual member from that institution. Contact the MSA Office if unsure of a potential candidate's membership status and eligibility to serve. Ideal candidates should be energetic, knowledgeable about MSA, proactive and enthusiastic individuals who take pride in their personal and professional growth and are committed to the terms of service for their position.

Membership requirements for holding elected Chapter office shall conform to the requirements as defined by the MSA. All current Officers and Officer Candidates must be a current member in good standing of MSA and before being considered as a candidate for office must have continually been a member in good standing for no less than one year. Candidates must have attended a Chapter meeting or the MSA Retail Conference & Expo within the last three (3) years.

Chapter Officers elected to a national office need not resign their Chapter position. Chapter Officers assume their responsibilities effective at the MSA Retail Conference & Expo.

Section 3.5 Terms of Service

The Chapter Secretary is elected for three (3) years of service and may not serve more than two (2) consecutive three (3) year terms. The Chapter Treasurer is elected for two (2) years of service with an option to be a candidate for a second two (2) year term. The Chapter Vendor Member Advisor is appointed to serve a two (2) year term.

Individuals who accept an office in their Chapter should, as a matter of professional commitment, make arrangements with their institution and within their personal schedules to ensure that they can fulfill their obligations as a Chapter Officer.

Section 3.6 Balloting Procedures

The election of Chapter Officers is conducted by an online e-ballot sent to all eligible voting members. The MSA Office prepares the electronic site for the election. Election results will be posted on the MSA Chapter pages within 5 days of election closing and on the MSA News Brief.
In the event of a tie vote for any Officer, the current Chapter President will be notified. The Chapter Officers will be responsible for breaking the tie.

**Section 3.7 Election Process Timeline**

IRS regulations and the By-laws of the Chapter require that each Chapter conduct an annual election and have minimum of five (5) Officers. The Chapter President is responsible for coordinating the appointment of a Chapter Leadership Development Committee and communicating election information to the MSA Office. The timelines for nominating and electing Chapter Officers should be followed.

*See Chapter 5 – Section 5.2 - Chapter Election Checklist*

**Section 3.8 Induction of Officers**

As required by the MSA Affiliation Agreement Chapter Officers take office at the same time the MSA Board of Directors takes office at the MSA Retail Conference & Expo membership meeting.

**Section 3.9 Chapter Officer Orientation**

The MSA Board of Directors, the MSA Staff and the current Chapter Officers serve as the primary conduit for providing training and orientation of all incoming Chapter Officers. Each year at the MSA Retail Conference & Expo, orientation will be conducted during the Chapter Officers meeting.

**Section 3.10 Chapter Vacancies**

Chapter Officers resigning from office must notify Chapter Board and MSA in writing.

Any vacancy occurring during the fiscal year on the Chapter Board may be filled by the remaining Officers for the unexpired portion of the term. In the event of a vacancy:

- The Vice President shall perform the duties of the President if for any reason the President is unable to do so
- The Secretary shall perform the duties of the Vice President if for any reason the Vice President is unable to do so
- The Chapter Officers can appoint a Secretary if for any reason the Secretary is unable to perform his/her duties

When and if, vacancies occur mid-year, at the discretion of the Chapter Officers, they can authorize the succession of Officers up when a vacancy occurs. The succession of Officers is:

- If the President leaves their position, the Vice President can move up and fill the role of the President.
- If the Vice President leaves their position, the Secretary can move up and fill the role of the Vice President

The Chapter Officers may choose not to move up in office when a vacancy occurs, in this case replacement may occur in the following way:

- Replacement by election: Any Officer that has left before their term is up can be replaced by election. The Chapter Board will call the position vacant, the Chapter Board shall nominate a candidate and the Chapter shall elect a new Officer to fill the vacant position in accordance to MSA guidelines.
- Replacement by Temporary Appointment: The Chapter Board of Directors may appoint a member who has previously served as a Chapter Officer to fulfill the office vacated. Appointment of the Officer is a temporary appointment until the next MSA election cycle
CHAPTER 4: CHAPTER MEETINGS

Section 4.1 Chapter Meeting Policy

The purpose of a Chapter meeting is to conduct Chapter related business activities and to provide the members within the Chapter educational information relevant to museum store management. MSA will assist Chapters with the development and implementation of annual Chapter Meetings by helping with educational program planning, business agenda recommendations and promotion of the Chapter Meeting. Chapters are encouraged to work with MSA Staff in planning all phases of a Chapter Meeting.

Each Chapter will conduct two (2) Chapter Meetings per fiscal year.

One Chapter Meeting will be a business meeting only and will be held during the annual MSA Retail Conference & Expo. The Chapter Officers will work with MSA to arrange a time and meeting space that does not conflict with any conference scheduled activities. Chapter Officers will be responsible for planning this meeting and ensuring that the proper notice of the meeting is provided to their Chapter membership.

The second Chapter meeting will be held within the Chapter’s region and should include an educational program component as well as the required business meeting.

Regional Chapter Meetings held September through November typically attract the greatest registration. Winter meetings are discouraged due to holidays and weather conditions. Chapter Meetings held during trade shows within the Chapter’s region are also well attended.

See Chapter 5 – Section 5.5 - 10 Steps for a Successful Chapter Meeting

Section 4.2 Regional Chapter Meeting Locations and Planning

The planning process is an important element for building a successful meeting and providing educational programming. Chapter Officers are encouraged to allow sufficient time to plan for conducting Chapter meetings as there are many details that need to be addressed.

Regional Chapter meeting location typically is determined by identifying a host location. Chapter Officers are encouraged to identify the location for the annual meeting each year as early as possible in the planning process. The location of the Chapter meeting within regions typically moves around each year depending on location of a host institution. Chapter Officers are encouraged to select a host location keeping in mind the proximity to the members and to help encourage participation of all members. Typically it is the role of the Chapter Officers to solicit member institutions to host a meeting.

The host location for the Regional Chapter meeting may be at the site of a trade show rather than at a museum institution. This may facilitate increased attendance in areas that are widespread geographically, economizing on travel time and costs for members.

Chapter Officers are encouraged to form a Chapter Meeting Committee when planning a Chapter educational meeting. This committee will share the responsibility for planning the meeting with the Chapter Officers and the host location. Typically this committee consists of all Chapter Officers, host location members and any other interested members wishing to help plan the meeting.

While many Chapters may be able to conveniently meet, geographic barriers can limit a Chapter Members attendance at a Chapter Meeting. Current technologies such as Zoom Meetings or other web based meeting programs can provide an alternative to the traditional meeting formats as listed above. Contact the MSA Office for assistance.
Section 4.3 Budget Planning and Meeting Expenses

Chapters are completely responsible for all financial arrangements for conducting Chapter Meetings and any related expenses. It is the role of the Chapter officer to ensure that a host location does not assume any financial responsibilities for hosting the meeting. Typically, the host institution will agree to provide space to conduct the meeting without the Chapter incurring any financial obligations for using the space.

The budget is the record of the projected expenses for the Chapter meeting. It will help to determine what programs can reasonably be offered based on the projected attendance figure. It also helps set an appropriate registration fee.

The budget form will guide the Chapter and the host museum through expenses that must be covered by a registration fee collected from attendees.

See Chapter 5 – Section 5.5 - Chapter Meeting Budget & Expense Form

Section 4.4 Regional Chapter Meeting Attendee Accommodations

Hotel accommodations are an essential element to conducting Chapter Meetings. While it is important to provide options for members to select accommodations of their choice it is strongly recommended that Chapters refrain from entering into any contractual agreements with hotels to provide accommodations.

Section 4.5 Regional Chapter Meeting Registration Fees

The Chapter President shall complete and submit a Chapter Meeting Registration Form at least three (3) months in advance of the meeting to MSA for approval.

Registration fees shall cover all expenses. Examples of such expenses are food, beverages, tours, transportation and presenter related expenses. When a registration fee is charged, it must be charged to each attendee including attendees of the planning committee, host location and standing as an officer of the Chapter. Registration fees should be determined based on meeting the financial obligation incurred for producing the Chapter meeting.

See Chapter 5 – Section 5.5 - Chapter Meeting Registration Form

Section 4.6 Educational Programs

Educational programs are held during the Regional Chapter Meeting. Chapter Officers are encouraged to plan educational programs that meet the needs of the membership and that adhere to the MSA Knowledge Standards and align with the MSA’s strategic focus areas. Educational programs are an opportunity for all levels of the MSA membership to come together to share best practices in the industry, to communicate trends that help encourage profitable sales activities in member stores and to encourage support through interaction between the members that allows each member to grow personally within the industry.

Educational programs vary dependent on the resources held by each Chapter for conducting these types of programs and trainings. They do not necessarily need to be an expensive formal presentation conducted by professional trainers. Building education into multiple aspects of your Chapter's gatherings can be done through varied activities of the members coming together.
When planning educational programming for a Chapter meeting the planning committee is encouraged to work with the MSA Staff to define educational programming.

*See Chapter 5 – Section 5.5 - Knowledge Standards*

**Section 4.7 Agenda**

The Chapter President is responsible for informing the MSA Office on the designated forms of the dates, locations and agendas of all Chapter Meetings. The Chapter Meeting Agenda & Information Form should be completed and submitted to MSA for approval at least three (3) months in advance of the Chapter Meeting. No announcement of the meeting may be made to the Chapter Members until MSA has received and approved the agenda.

**Business Meeting Agenda**

Chapter Members should be surveyed for desired agenda topics for their business meeting, MSA should also be asked for business agenda input. The following agenda items will be presented, but are not limited to:

- Finance Report
- Membership Report
- Membership Recruitment and Retention
- Call for Chapter Leadership Development Committee
- Call for Secretary, Treasurer, or Vendor Member Advisor Nominations
- Call for host location for next Regional Chapter Meeting
- MSA business updates
- Presentation of Chapter Scholarships, if applicable
- Recognition of Chapter Volunteers for the fiscal year
- Other Chapter related business as needed

**Regional Chapter Meeting Agenda**

The Chapter President, in conjunction with other Chapter Officers and the planning committee, shall determine the agenda and content of the education programming for the Chapter meeting.

*See Chapter 5 – Section 5.5 - Chapter Meeting Agenda & Information Form*

**Section 4.8 Notification of Meetings**

Chapter Members must be notified of meeting dates and locations at least two (2) months in advance. The MSA Office upon email request will provide each Chapter with an updated Chapter contact list of current members. This list may be used to notify Chapter Members of meeting dates, location, information and registration form.

MSA will post the Regional Chapter Meetings information on the MSA website.

**Section 4.9 Attendance and Participation of Members and Non-Members**

Attendance at Chapter Meetings should be viewed as an opportunity to grow and strengthen the MSA as a whole.

All members of MSA are allowed to attend the Chapter Meetings regardless of their membership level. MSA encourages open participation of all members at the Chapter Meetings and is not restricted to museum institutional members only.
MSA also encourages Chapter meeting invitations to non-members and or lapsed members. MSA will provide a list of lapsed members with most recent contact information to the Chapter Officers to help with this process.

Institutions, individuals or businesses (vendor or sales rep) that are not MSA members may attend one (1) Chapter Meeting prior to becoming a member of the MSA. The Chapter Attendance Record form should reflect any non-members attending the meeting complete with contact information.

*See Chapter 5 – Section 5.5 - Chapter Meeting Attendance Record*

**Section 4.10 Vendor Participation Through Chapter Meeting Sponsorships**

It is acceptable procedure for the Chapter Board and the planning committee members to seek vendor or vendor member sponsorship to help defray meeting costs.

A vendor sponsor is one who supports MSA at the National or Chapter level either financially or with goods and services. The support is given with no arrangement or expectation that the donor will receive any substantial return benefit other than an acknowledgement of the name or logo of their trade or business in connection with MSA and its Chapters.

Vendor sponsorships are an effective way to underwrite expenses associated with a Chapter meeting. The best vendors to ask to sponsor a Chapter meeting are those that have business relationships with the Chapter membership.

Before approaching vendors for sponsorship it is important to craft a well written letter that conveys the opportunity for them to align their corporate identity with the diverse MSA Members. The letter should clearly state which Chapter is involved and which states comprise the Chapter as well as the date and location of the meeting and if there is a partnership (such as a trade show). If a tiered pricing structure is offered that allows the vendor greater exposure and interaction with meeting attendees, be sure to clearly define it.

While a signed contract may not be needed, it is essential that at a minimum, an email correspondence is sent to specifically indicate what the vendor is and is not entitled to and what part of the program their contribution is helping to underwrite.

The typical sponsorship tiers list for a two (2) day meeting with a welcoming reception (the night before the meeting), an all-day meeting (inclusive of lunch and evening dinner) plus next day breakfast, may include opportunities the following opportunities for sponsorship:

- **Grand Patron** – major underwriting of the event
- **Patron** – underwriting major portions of the event such as the Chapter dinner
- **Major Sponsor** - underwriting large expenses such as transportation or catering
- **Sponsor** – underwriting other related expenses

It is important to thank the sponsors and give recognition during the Chapter Meeting which they have sponsored and to recognize their support at the annual Chapter business meeting held at the MSA Retail Conference & Expo.

**Section 4.11 Awarding and Administering Chapter Scholarships**

Chapter scholarships are intended to help eligible members of the MSA attend Chapter Meetings or the MSA Retail Conference & Expo. All applicants must be a member in good standing of the MSA working directly in a Museum Store or a non-profit retail environment as defined by the MSA. Scholarships may be used as a membership recruitment incentive to lapsed MSA institutional members and/or non-member
institutions. Applicants will be selected by the Chapter Scholarship Committee. Applicants must submit a written application for consideration of a Chapter Scholarship. The amount of the award may vary depending on number of applicants and available funds of the Chapter as determined by the Chapter Board. All applicants must be notified in writing the results of their scholarship application. Notification must include the amount of funds awarded or the reason the application was denied. Scholarships are not transferable.

Guidelines for Awarding and Administering

- To insure fairness in evaluation of all applications, a Chapter application form is to be used. The application form should make clear the terms for awarding a scholarship (financial need, first time attendee at a Chapter Meeting or MSA Retail Conference & Expo, etc.). The Chapter Scholarship Committee will review all applications.
- The Chapter Scholarship Committee will be composed of three (3) members from different institutions, the Chapter Vice-President and two (2) appointed members, from different institutions and within the Chapter.
- Chapter Officers, members of the Chapter Scholarship Committee, their relatives, significant others and members of their institutions are ineligible for scholarships.
- Money given as scholarships to a Chapter Member may come from donated funds or earned revenue generated by the Chapter.
- Donated or earned revenues specifically generated for the purposes of being awarded as a scholarship must be listed as a restricted income line item in that Chapter’s budget. All funds award from restricted revenue may only be used for the purpose as specified.

Section 4.12 Chapter Meeting Minutes

Minutes from a meeting are an official record of the business activities of the Chapter. The minutes of the Chapter business meeting provide an accurate record of decisions made during the meeting, action items to be performed, give continuity to procedures and inform members who were not in attendance of the Chapter’s activities. The Chapter Secretary is responsible for recording the minutes of the meeting. The minutes should be prepared as soon after the meeting as possible. All Chapter Meeting minutes must be submitted to the MSA Staff within 30 days following the meeting and must contain a list of all participants attending meeting.

See Chapter 5- page xx Chapter Meeting Attendance Record

Guidelines for Completing Chapter Meeting Minutes

- Minutes should be accurate, concise and complete and contain a record of all actions taken, but not a verbatim record of discussion.
- Minutes should reflect the decisions made and actions performed during the business meeting.
- Minutes should never contain personal opinions and comments, personal interpretations, descriptive phrase such as “a heated discussion” or adverse criticism of members or non-members. Praise of members should be included only in the form of adopted votes of thanks, gratitude or commendation.
- Opening paragraph should state the date, hour and place at which the meeting was called as well as the presiding officer and the fact a quorum was present.
- Minutes should always note that the previous minutes were read and approved (“approved as read” or “approved as corrected”) or what corrections were made.
- Minutes should note the old business and new business including decisions, assignments, motions including the name of the maker of important motions, but not the person who seconds the motion.
• Minutes should include all announcements and tentative agenda for the next Chapter meeting.
• The conclusion sentence should contain the time the meeting was adjourned.
• Minutes should be prepared in a Word Document and submitted to the MSA Staff within 30 days following the meeting.

See Chapter 5 – Section 5.4 - Chapter Meeting Minutes and Sample Minutes Form

Section 4.13 Post Chapter Meeting Follow-up

Following the end of the Chapter meeting, the Chapter Officers and Planning Committee should take the opportunity to report to the Chapter Membership the meeting results. Many Chapters will provide the attending members a roster of attendees and provide any additional educational materials utilized by presenters.
Chapter 5: FORMS

**Section 5.1 Governance Documents**

- By-laws of the Chapter of the Museum Store Association
- MSA 2016-2019 Strategic Plan
- Document Retention Checklist
- MSA Antitrust Policy
- MSA Conflict of Interest Policy
- MSA Membership Categories and Benefits Policy

**Section 5.2 Chapter Election Forms**

- Chapter Election Checklist
- Leadership Development Committee Form
- Slate of Officer Candidates Form

**Section 5.3 Chapter Treasurer Form**

- Chapter Financial Report

**Section 5.4 Chapter Secretary Form**

- Chapter Meeting Minutes and Sample Minutes Form

**Section 5.5 Chapter Meeting Forms**

- 10 Steps for a Successful Chapter Meeting
- MSA Chapter Event Checklist
- Chapter Meeting Budget & Expense Form
- Chapter Meeting Registration Form
- Knowledge Standards
- Chapter Meeting Agenda & Information Form
- Chapter Meeting Attendance Record

**Section 5.6 Contact Information**

- MSA Board of Directors and MSA Staff
- MSA Chapter Officers by Region
BY-LAWS
OF THE

CHAPTER OF THE
MUSEUM STORE ASSOCIATION

ARTICLE ONE
Name

The name of this corporation shall be Chapter of the Museum Store Association, Inc., a non-profit organization. ("The Chapter")

ARTICLE TWO
Purpose

SECTION 2.1 Not-for-Profit

This corporation is organized exclusively for education purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) 3 of the Internal Revenue Code of 1954 and shall have such powers as are now or may hereafter be granted by the Colorado Nonprofit Corporation Act.

SECTION 2.2 Purpose

The purpose of the Chapter is the advancement of the common educational interest of museum stores/non-profit retail within the meaning of Section 501(c) 3 of the Internal Revenue Code, and to carry out the purpose the Museum Store Association ("MSA").

SECTION 2.3 Rules

Section 2.3.1 Earnings
No part of the net earnings of the Chapter shall inure to the benefit of or be distributable to, its directors, officers, or other private persons, except that the Chapter shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth herein. Notwithstanding any other provision of these By-Laws, the Chapter shall not carry on other activities not permitted to be carried on by a corporation exempt from Federal Income tax under section 501(c) 3 of the Internal Revenue Code of 1986.

Section 2.3.2 Dissolution
Upon the dissolution of this corporation, the Chapter Board of Directors shall after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations operated exclusively for
charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)3 of the Internal Revenue Code of 1954. Upon dissolution and payment chapter indebtedness any assets of the Chapter shall be paid to the Museum Store Association. In the event of the Museum Store Association dissolution the Chapter Board of Directors shall determine the disposal of assets to another charitable organization as defined in accordance to Section 501(c)3 of the Internal Revenue Code of 1954.

Any such assets not so disposed of shall be disposed of by the court of general jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE THREE**

**OFFICES**

Section 3.1 Agent

The MSA shall maintain a registered office and a registered agent in the State of Florida. The MSA shall serve as the registered agent of the Chapter.

Section 3.2 Office

The Chapter may have such other offices within or without Florida as the Chapter Board of Directors may from time to time determine.

**ARTICLE FOUR**

**MEMBERSHIP**

Any entity which is a member of the MSA in the region covered by this Chapter will be a member of the Chapter.

Section 4.1 Class of Membership

The Chapter shall have the same classes of membership, and the same qualifications for the classes of membership, as the MSA.

Section 4.2 Interpretation Qualifications for Membership

Interpretation of the required qualifications for membership will be the prerogative of the MSA.

Section 4.3 Relinquishment of Membership

If the membership in MSA is suspended or terminated, it shall automatically be considered suspended or terminated in the Chapter. On termination of the membership, all rights of membership (of any class) including right to hold office and vote may not be exercised.

**ARTICLE FIVE**

**BOARD OF DIRECTORS**

The affairs of the Chapter shall be managed by the Board of Directors, which shall have supervision, control, and direction of the affairs of the Chapter, shall determine its policies or
changes therein within the limits of these Bylaws shall actively carry out its purpose and use discretion in the disbursement of its funds. The Chapter Board of Directors may adopt such rules and regulations for the conduct of its business as shall be deemed advisable and may, in the execution of the powers granted, appoint such agents as it may consider necessary.

Section 5.1 Officers
The Chapter Board of Directors may consist of the office of Chapter President, Chapter Vice President, Chapter Secretary, Chapter Treasurer and an appointed Chapter Vendor Member Advisor. A minimum of three officers defined as Chapter President, Chapter Vice President, Chapter Secretary or Chapter Treasurer are required for a Chapter Board of Directors.

Section 5.2 Election and Term of Office
The Chapter Board of Directors of the Chapter may be elected or appointed. Elections shall be held annually and temporary appointments maybe made by the directors to fill vacancies as necessary. Any Officer shall hold office for the term office which he/she is elected and/or appointed until a successor is elected or appointed.

Section 5.3 Resignation and Removal
Any director may resign at any time giving written notice to the Chapter Board of Directors. Any directory may be removed by the majority vote of the Board of Directors whenever in its judgement the best interest of the Chapter would be served.

Section 5.4 Vacancies
Any vacancy occurring on the Chapter Board of Directors for any reason may be filled by the remaining directors for the unexpired portion of the term.

Section 5.5 Meetings
The Chapter Board of Directors shall hold two annual meetings, the date and place which shall be fixed by the officers and written notice of the time, place and purpose of such meeting shall be given each member. Additional regular meeting of the Chapter Board of Directors may be held without notice for conducting the business of the Chapter. Special meetings may be called at the request of the President or any two members of the board. Notice of any special meeting shall state the time, date, place and purpose and shall be given at least five days prior to the date of such meeting.

Section 5.6 Quorum
A majority of the directories shall constitute a quorum for the transaction of business at any meeting of the Chapter Board of Directors.

Section 5.7 Manner of Acting
The act of the majority of chapter officers at a meeting at which a quorum is present shall be the act of the Chapter Board of Directors, unless the act of a greater number is required by the law or these bylaws.

Section 5.8 Voting
Any action requiring a vote of the Chapter, Chapter Board of Directors or Chapter Committees may be taken viva voce, except those action of the Chapter that require a majority vote by ballot. In such cases there will be no marking on the ballot to indicate who cast the vote.

Section 5.9 Telephone Conferences
Members of the Chapter Board of Directors, or of any committees designated by the Chapter Board of Directors, may take action permitted or authorized by these bylaws pursuant to meeting by means of conference call or similar telecommunications equipment. Participation in a meeting pursuant to this subsection shall constitute presence in person at such meeting.

ARTICLE SIX
OFFICERS

Section 6.1 Officers
The officers of the organization shall be the Chapter President, Chapter Vice President, Chapter Secretary and Chapter Treasurer.

Section 6.2 Election and Term of Office
The Chapter President, Chapter Vice President and Chapter Secretary all serve a one year term of office. Each year the Chapter membership shall elect a Chapter Secretary, following the election the outgoing Chapter Secretary shall move up to Vice President and the outgoing Vice President shall move up to President. Induction of new officers shall occur annually at the Museum Store Association Conference and Expo.

Section 6.3 Removal
Any officer may be removed by the Chapter Board of Directors whenever in its judgement the best interest of the Chapter would be served thereby.

ARTICLE SEVEN
COMMITTEES

The Chapter Board of Directors may appoint special committees, as the need arises. With exception of the Board Development Committee, the membership of which is provided by these by-laws, the Chapter President shall make appointment of the chairperson to all appointive committees. Each committee shall consist of at least three members from separate institutions.

Section 7.1 Board Development Committee
The Chapter Board of Directors may designate a Board Development Committee. The Board Development Committee shall be responsible for reviewing candidates for the office of Secretary, Treasurer, and Vendor Advisor Member and shall make recommendations concerning candidates for officers to the Chapter Board of Directors. The Chapter Board of Directors shall be presented a slate candidates for the office of secretary and treasurer for election by the membership. The Chapter Officers shall be presented recommendations for appointing Chapter Vendor Member Advisor to the Chapter Board of Directors.
Section 7.2 Establishing Committees
Committees not having and exercising the authority of the Chapter Board of Directors in the management of the chapter may be appointed by majority approval of the Chapter Board of Directors. Members of such need not be directors of the Chapter, and the President shall appoint the members thereof. One person of each committee shall be appointed chair of the committee and the chair shall be appointed by the Chapter President. Terms of the committee shall continue as such until the next annual meeting of the Chapter Board of Directors, unless the committee shall be terminated sooner. Committees may adopt rules for its own governance not inconsistent with these bylaws or rules adopted by the Chapter Board of Directors. Committees work at the discretion of the Chapter Board of Directors and as authorized by the Chapter Board of Directors.

Section 7.3 Committee Governance
Any vacancy in committee membership may be filled through appointment to the committee by the Chapter President or by the person empowered by the Chapter President to make such appointment. Any committee member may be removed from the committee by the Chapter President or by the person authorized to appoint membership to the committee. Unless otherwise provided in resolution of the Chapter Board of Directors the majority of the whole committee shall constitute a quorum and the act of the majority of the members present at a meeting which quorum is present shall be the act of the committee.

ARTICLE EIGHT
CONTRACTS, CHECKS DEPOSIT AND BONDING

Section 8.1 Contracts

Section 8.1.1 Contracts
The Chapter Board of Directors may authorize any officer or officers, agent or agents of the Chapter in addition to the officers so authorized by the Bylaws, to enter into any contracts or execute and deliver any instruments in the name of and on behalf of the Chapter and such authority may be general or confined to specific instances.

Section 8.1.2 Spending Authority
Chapter Officers must put before the entire Chapter membership an opportunity to vote on any expenditure and financial commitments that are greater than 30% of the Chapter assets for any specific expenditure. No Chapter Officer or agent will have authority to spend more than $100 without the approval of the entire Chapter Board. Chapter Officers have limited contractual authority to commit the Chapter to financial obligations; all financial commitments/contracts are to be reviewed by the entire Chapter Board before any officer is empowered to sign the agreement or contract.

Section 8.2 Checks, Drafts, Etc.
All Checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Chapter, shall be signed by such officers or agents of the Chapter and in such a manner as shall from time to time be determined by resolution of the Chapter Board of Directors, such instruments shall be signed by the authorized signatory for the account of record.

Section 8.3 Deposits
All funds of the Chapter shall be deposited from time to time to the credit of the Chapter in such bank, trust companies or other depositories as the Chapter Board of Directors may select.

Section 8.4 Bonding
The Chapter Board of Directors may provide for the bonding of such officers, directors and employee of the Chapter as it may from time to time determine.

ARTICLE NINE
RECORD KEEPING

The Chapter shall keep correct, complete books and records of account on all financial activities of the Chapter. The Chapter shall also keep minutes of the proceeding of it Chapter Board of Director meetings, membership meetings, and committee meetings having any of the authority of the Chapter Board of Directors. The Chapter shall maintain records of attendance listing participants in all Chapter meetings of Chapter Board, membership, and committees. All records of the Chapter are the property of the Chapter and must be transferred annually to the current Chapter Board of Directories. All Chapter records maybe electronically captured maintained as the official records unless otherwise required by law within the state of Colorado and as required by IRS regulations.

ARTICLE TEN
FISCAL YEAR

The fiscal year of the Chapter shall end on December 31 of each year

ARTICLE ELEVEN
WAIVER OF NOTICE

Whenever any notice whatsoever is required to be given under the provisions of the Colorado Nonprofit Corporation Act or under the provisions of the Articles of Incorporation, or the Bylaws of the Chapter, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein shall be deemed equivalent to giving of such notice.
ARTICLE TWELVE
INDEMNIFICATION

The Chapter shall indemnify all officers and directors of the Chapter to the extent permitted by the Colorado Nonprofit Corporation Act, and shall be entitled to purchase insurance for such indemnification of officers and directors to the full extent as determined from time to time by the Chapter Board of Directors.

The Chapter shall indemnify the members of the Chapter Board of Directors against any liabilities arising from their service as such, to the full extent permitted by Colorado Law, unless such liability arises from the gross negligence or willful misconduct of the board member seeking indemnification.
2016-2019 Strategic Plan

Adopted August 2016
Executive Summary

Based on surveys, board and stakeholder interviews and data gathered prior to the strategic plan work, clear themes emerged regarding the future direction of MSA. These themes led to the establishment of key strategic focus areas and key areas of operational focus.

**Strategic Focus Areas**

1. Create a dynamic program initiated and driven by young professionals that inspires industry members and creates new initiatives that advance MSA.

2. Develop essential, relevant and engaging MSA programming that includes:
   - Professionalized programming overall
   - Advanced sessions for Sr. Level attendees
   - Content for younger members on appropriate platforms
   - Assessing a pathway to meaningful credentialing

3. Develop a strategic program to communicate to the world the value and importance of non-profit retail with its curated products and unique experiences.

4. Reframe the MSA conference/expo as the event to inspire, delight and connect our stakeholders.

**Key Areas of Operational Focus**

1. Improve finances
2. Strengthen resources and programs
3. Improve usability/quality of the website and ShopTalk
4. Publish a useful, high-quality Retail Industry Report
5. Provide an accessible, user-friendly Membership Directory
6. Upgrade the database
Every organization has a lens through which it views strategic decision-making. The MSA Board uses the MSA Board Principles and Supporting rationale which was developed in 2014 by the board.

**MSA Board Principles and Supporting Rationale**
The Board Principles and Supporting Rationale are particularly helpful as the board’s criteria for making decisions, a filter for effectively making member-focused choices. They are:

1. **All stakeholders are interrelated and success is interdependent**  
   *Rationale:* The MSA works with and for many stakeholders. Nonprofit institutions and their retail operations personnel, other associations in the industry, vendors, MSA employees, and contractors of MSA are all interdependent. The rising tide of MSA will lift all its stakeholders.

2. **Trust requires openness and communication**  
   *Rationale:* In order to build trusting relationships among and between the stakeholders, MSA must proactively communicate information of interest to its stakeholders in a timely and positive manner. In receiving feedback, MSA better serves its stakeholders, so it is essential to operate and maintain systems to exchange relevant information. This creates a culture of dialogue in which feedback is effortlessly offered.

3. **Focus on stakeholder value**  
   *Rationale:* MSA must deliver value to its stakeholders. The organization requires a stakeholder-focused business model that is sustainable in order to create ongoing value.

4. **Strategy is innovative and future-focused**  
   *Rationale:* Strategic decisions by their nature require broad thinking that considers the future in a world that is rapidly changing. The economic, social, political, legal, and technological conditions of today will not be those of tomorrow. Recognizing that change is a given, it is important to build strategies from fresh ideas that are not necessarily dependent on the successes of the past.

5. **Collaboration requires strategic thinking and clarity**  
   *Rationale:* As the association engages with the non-profit retail environment, the MSA has opportunities to collaborate with other organizations and businesses. In evaluating the opportunities, it is important to focus on the strategic implications of all relationships and to seek information to help evaluate the complex connections and clearly consider the tradeoffs in these relationships.
Goal 1: Create a dynamic program initiated and driven by young professionals that inspires industry members and creates new initiatives that advance MSA.

Key Objectives:

1. Gather young professionals group of institutional and vendor members who can develop and lead a program that builds excitement and connections.

2. Draft framework, guidelines and benchmarks for success. It should have three areas of connection: 1) each other 2) to MSA and 3) to the industry.

3. Develop programming and branding that “MSAForward” (working title for initiative) uses to drive initiatives.

Goal 2: Develop essential, relevant and engaging MSA programming that includes:

- Professionalized programming overall
- Advanced sessions for Sr. Level attendees
- Content for younger members on appropriate platforms
- Assessing a pathway to meaningful credentialing

Key Objectives:

1. Revamp current process with dedicated and committed staff, a budget, examine and address duties and terms of EAG.

2. Provide educational opportunities in a variety of platforms for targeted groups. Addresses advanced manager/buyers, millennial's and other stakeholders.

3. Assess the pathway to meaningful certification.
Goal 3: Develop a strategic program to communicate to the world the value and importance of non-profit retail with its curated products and unique experiences.

Key Objectives/Milestones:

1. Create an advocacy committee/task force to reach to the following audiences:
   - Museum leadership, regional museum associations, state museum associations, city, state, national cultural and tourism organizations
   - Strategic partners - AAM, APPL, ZAG, vendor members, corporations
   - Public outreach campaign/general public – such as, “Museum Store Sunday”

Goal 4: Reframe the MSA conference/expo as the event to inspire, delight and connect our stakeholders.

Key Objectives/Milestones:

1. Reassign or reallocate resources to attract higher quality content and speakers

2. Design all networking events to be inclusive (delight and connect)

3. Communication: creatively communicate excitement and enthusiasm to inspire attendance at Expo. Create a “fun voice.”
## Document Retention Checklist

*This checklist pertains to paper and electronic files.*

<table>
<thead>
<tr>
<th>Type of Document</th>
<th>Retention Period</th>
<th>Disposal Method</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>1. Accounting Records</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>· Accounts Payable and Receivable</td>
<td>Seven (7) years</td>
<td>Shred</td>
</tr>
<tr>
<td>· Annual Financial Records</td>
<td>Indefinite</td>
<td></td>
</tr>
<tr>
<td>· Bank Reconciliations</td>
<td>Two (2) years</td>
<td>Shred</td>
</tr>
<tr>
<td>· Bank Statements</td>
<td>Seven (7) years</td>
<td>Shred</td>
</tr>
<tr>
<td>· Cancelled or Substitute Checks</td>
<td>Seven (7) years</td>
<td>Shred</td>
</tr>
<tr>
<td>· Electronic Payment Records</td>
<td>Seven (7) years</td>
<td>Shred</td>
</tr>
<tr>
<td>· Expense Records</td>
<td>Seven (7) years</td>
<td>Shred</td>
</tr>
<tr>
<td>· General Ledger</td>
<td>Indefinite</td>
<td></td>
</tr>
<tr>
<td>· Sales Records</td>
<td>Seven (7) years</td>
<td>Shred</td>
</tr>
<tr>
<td>· Tax Returns</td>
<td>Indefinite</td>
<td></td>
</tr>
<tr>
<td><strong>2. Articles of incorporation, bylaws and related</strong></td>
<td>Indefinite</td>
<td></td>
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<tr>
<td>correspondence</td>
<td></td>
<td></td>
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<tr>
<td><strong>3. Contracts with educational presenters</strong></td>
<td>Six years after completion</td>
<td>Shred</td>
</tr>
<tr>
<td><strong>4. Correspondence (general)</strong></td>
<td>Thirteen (13) months (except historical - then indefinite)</td>
<td>Shred/Delete</td>
</tr>
<tr>
<td><strong>5. Insurance policies and related documents</strong></td>
<td>Indefinite</td>
<td></td>
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<tr>
<td><strong>6. Scholarship applications and awarding documents</strong></td>
<td>Seven (7) years</td>
<td></td>
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<tr>
<td><strong>7. Meeting registration forms, sponsorship forms,</strong></td>
<td>Eighteen (18) months</td>
<td>Shred/Delete</td>
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<tr>
<td>advertising forms, etc.</td>
<td></td>
<td></td>
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<tr>
<td><strong>8. Membership correspondence</strong></td>
<td>Two (2) years all documents</td>
<td>Shred</td>
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<tr>
<td><strong>9. Minutes of Chapter business meetings</strong></td>
<td>Indefinite</td>
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<tr>
<td><strong>10. Minutes of committee meetings</strong></td>
<td>Six (6) years</td>
<td>Shred/Delete</td>
</tr>
<tr>
<td><strong>11. Surveys (where membership is polled)</strong></td>
<td>Three (3) years after next similar survey</td>
<td>Shred/Delete</td>
</tr>
</tbody>
</table>
ANTITRUST POLICY

The Museum Store Association (MSA) is a nonprofit association organized to provide members with professional opportunities and educational resources needed to operate effectively and ethically. The MSA is committed to helping member institutions be competitive in their respective markets, fiscally responsible and, in general, assets to their institutions.

Through MSA’s annual meeting, exposition, chapter meetings, seminars and various publications, the association brings together museum representatives and vendors. The Board of Directors recognizes that the association’s activities could be seen by some as an opportunity for anti-competitive conduct. Thus, the Board takes this opportunity to express its undeviating policy to comply strictly with the letter and spirit of all federal, state, applicable trade regulations and antitrust laws. Any of MSA’s actions or the actions of its staff, officers, directors or members that violate these regulations and laws are detrimental to the Association’s interests and are unequivocally contrary to MSA policy.

The following rules apply to all MSA activities and must be observed at all MSA-sponsored activities and functions under all circumstances -- without exception -- unless specifically noted on the following page. To assist the MSA staff members and all of its officers and committees in recognizing situations that may raise the appearance of an antitrust problem, the Board of Directors has adopted this Antitrust Policy. Should questions arise as to the manner in which the antitrust laws apply to MSA’s activities of the Museum Store Association, or any of its committees, such questions shall be directed to the MSA headquarters.
Guidelines

- The MSA shall not be used for the purpose of bringing about, or attempting to bring about, any understanding or agreement -- written or oral, formal or informal, express or implied -- regarding prices, terms or conditions of sale, distribution, volume or customers.

- No MSA activity or communication shall include discussion -- for any purpose or in any fashion -- of pricing methods or other limitations in timing, costs or volume of production or sale, or allocation of customers.

- No MSA activity or communication shall include any discussion that might be construed as an attempt to prevent any person or business entity from gaining access to any market or customer for goods or services, or to prevent any business entity from obtaining a supply of goods or otherwise purchasing goods or services freely in the market.

- MSA-sponsored activities shall not include any activity or communication, which is, or might be construed as, an agreement to refrain from purchasing any products, services or supplies from any supplier.

These rules apply to informal discussions at MSA sponsored activities and functions as well as formal presentations and meetings. Antitrust compliance is the responsibility of every MSA member, Exhibitor and Commercial Affiliate, Corporate Sponsor, staff and board member.

Adopted: 10/98
Museum Store Association Conflict of Interest Policy

**Purpose:** This conflict of interest policy is designed to ensure that voting members of the governing board, officers, committees, task forces and employees/consultants of the Museum Store Association (MSA) X Chapter identify situations that present possible conflicts of interest and to provide appropriate procedures if a possible conflict of interest arises. It is also intended to ensure that decisions are not influenced by any benefit (financial and/or personal) to the individuals affiliated with X Chapter that participate in such decisions or have access to discussions that lead to these decisions.

The perception of a conflict of interest can be just as damaging to the work of the chapter or its committees and task forces and the reputation of the chapter as an actual conflict of interest. For this reason, although this policy tries to define specific instances that may give rise to conflicts, this policy should not be considered as covering only those situations. Any situation that gives the appearance of or suggests the possibility of a conflict is covered by this policy and should be disclosed by anyone who is participating in a chapter Board of Directors or committee/task force meeting, whether such individual is the person with the conflict of perceived conflict or someone else.

This policy is written in an effort to supplement any state and federal laws and regulations, it is not intended to replace these laws and regulations. The policy is designed to protect the organization’s tax-exempt status.

Finally, this policy will provide guidance on how a conflict can be disclosed and the steps that should be taken to resolve the conflict.

**Definitions:**

**Conflict of interest** – is a situation that arises when a person in a position of authority over an organization, such as a voting member of the governing board, officer, volunteer member of a task force or committee or employee/consultant may benefit financially from a decision he or she could make in such capacity, including indirect benefits such as to family members or businesses with which the person is closely associated.

**Interested person** - is any current or former officer, director, member of a committee/task force with governing board delegated powers. This also includes key employees and/or consultants that are engaged by the association. All volunteers, consultants and employees are treated as officers and directors for purposes of this policy.

**Family Member** - is a spouse, domestic partner, or dependent child of an Interested Person.

**Financial Interest** - A person has a financial interest if the person has, directly or indirectly, through business, investment, or family
  a) an ownership or investment interest in any entity with which the organization has a transaction or arrangement
  b) a compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement
  c) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement
Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under this policy, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists. This policy does require that any financial interests be disclosed as potential conflicts of interest.

**Duty To Disclose** - In connection with any actual or possible conflicts of interests, an Interested Person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts based on this policy. The duty to disclose is inherent in the volunteer, elected or engaged role the individual serves in.

**Policy and Procedures**

1. The members of the Chapter Board of Directors, committees, task forces and volunteers must review the conflict of interest policy and complete the confidentiality/conflict of interest form at least once a year. The statement must encompass that the individual:
   - has received a copy of the conflict-of-interest policy
   - has read and understands the policy
   - has agreed to comply with the policy
   - understands the organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes

2. In the event that conflicts of interests are identified, the Chapter President is tasked with determining the steps that must be undertaken to respond to any conflicts of interests.
   a. The President and/or Chairperson of the committee and/or task force will ask the Interested Party to disclose any material facts related to the conflict(s) of interest(s).
   b. The interested Party must recuse themselves from the business of the association while the determination of the conflict(s) of interest(s) is being discussed and voted upon.
   c. The manner in which the association will resolve the conflict(s) of interest(s) will be communicated to the Interested Parties. Typical resolutions include, but are not limited to: no action; absence of the individuals during key discussions related to their conflict(s) of interest(s); removal of the individual from the Chapter organizational body.
   d. If there are concerns raised by the Interested Party related to the decision on how to resolve the conflict, the President may appoint a disinterested person or committee to review the proposed method to resolve the conflict.
   e. All conflict(s) of interest(s) are to be identified in the official Chapter meeting minutes. The steps taken to resolve the conflict will also be noted in the minutes.

3. Violations or perceived violations of the conflicts of interest policy must be dealt with promptly.
   a. If a Board, committee, task force, employee or consultant believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of basis for such belief and provide the member with an opportunity to explain the alleged failure to disclose. If the Interested party does not bring the conflict to the President, the individual that perceived the violation may bring their concerns to the Chapter Board.
   b. If, after hearing the member’s response and after making further investigation as warranted by the circumstances, the President can determine if the interested person has failed to disclose an actual or possible conflict of interest, and shall take appropriate disciplinary and corrective action.

4. Recordkeeping - The minutes of the governing board and all committees with board-delegated powers shall contain:
   a. the names of the persons who disclosed or otherwise were found to have a conflict(s) of interest(s) in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine
whether a conflict of interest was present, and the Board’s or Committee’s decision as to whether a conflict(s) of interest(s) in fact existed
b. the names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings
MSA CONFLICT-OF-INTEREST DISCLOSURE STATEMENT

Please initial in the space at the end of Item A or complete Item B, whichever is appropriate; complete the balance of the form; sign and date the statement; and return it to the board chair.

A. I am not aware of any relationship or interest or situation involving my family or myself that might result in, or give the appearance of being, a conflict of interest between such family member or me on one hand and MSA or the Chapter on the other.  Initial: _____

B. The following are relationships, interests, or situations involving me or a member of my family that I consider might result in or appear to be an actual, apparent, or potential conflict of interest between such family members or myself on one hand and MSA or the Chapter on the other.  Initial: _____

Corporate (either nonprofit or for-profit) directorships, positions, and employment, (etc):

________________________________________________________________________
________________________________________________________________________

Memberships in the following organizations:

________________________________________________________________________
________________________________________________________________________

Contracts, business activities, and investments with or in the following organizations:

________________________________________________________________________
________________________________________________________________________

Other relationships and activities:

________________________________________________________________________
________________________________________________________________________

My primary business or occupation at this time:

________________________________________________________________________

I have read and understand Chapter’s conflict-of-interest policy and agree to be bound by it. I will promptly inform the Chapter President of any material change that develops in the information contained in the foregoing statement.

________________________________________  __________________________  ____________
Type/Print Name  Signature  Date
MUSEUM STORE ASSOCIATION
MEMBERSHIP CATEGORIES AND BENEFITS POLICY

The Museum Store Association is a non-profit association for individuals, organizations, and businesses dedicated to promoting retailing businesses operating under section 501(c)3 of the Internal Revenue Code established for the primary purpose of collecting and preserving, studying, interpreting, performing, assembling and exhibiting to the public for its instruction and enjoyment, objects and specimens (whether animate or inanimate) of educational and cultural value, including artistic, scientific, historical and technological material.

The association supports the advancement of the non-profit retailing profession through serving as an essential resource for institutions, individuals and businesses interested in working within this industry. The association encourages the highest level of professional standards in the industry by raising awareness of the profession, by supporting a stronger economic climate for the industry and institutions served, and by providing educational and career development opportunities for its individual members.

MEMBERSHIP

Individual Membership, Nonprofit

An individual engaged in non-profit retailing in outlets within an organization under section 501(c)3 of the Internal Revenue Code (or equivalent status for international applicants) and employed (as staff or volunteer) by the 501(c)3 organization for the primary purpose of collecting and preserving, studying, interpreting, performing, assembling and exhibiting to the public for its instruction and enjoyment, objects and specimens (whether animate or inanimate) of educational and cultural value, including artistic, scientific, historical and technological material is eligible to apply for membership in the Association.

The member is entitled to:
- Serve as a member of the board of directors of the Association
- Serve as a member of Association committees and task forces
- Vote in an MSA national election
- Attend Association meetings
- Receive Association membership privileges and correspondence

It is the responsibility of the member to inform MSA of any change in affiliation or status with the Organization operating under section 501(c)3 of the Internal Revenue Code.

Institution Membership, Non-Profit

An organization operating under 501(c)3 of the Internal Revenue Code of 1954 (or equivalent status for international applicants) for the primary purpose of collecting and preserving, studying, interpreting, performing, assembling and exhibiting to the public for its instruction and enjoyment, objects and specimens (whether animate or inanimate) of educational and cultural value, including artistic, scientific, historical and technological material is eligible to apply for membership in the Association.

The terms of the Institution Membership require that if the Institution has a retail outlet there is at least one person on staff who has a current Individual Membership, Nonprofit. If the Institution does not have a retail outlet it must designate at least one person to serve as a contact within the Institution who receives communications from MSA and whose contact information is listed in the MSA Member Directory.
The membership entitles individuals on staff with the institution to:
- Serve as a member of committees and task forces in the Association
- Serve as the designated representative at Association meetings

The Institution Membership entitles the Institution to:
- Be recognized as an MSA member in appropriate forms of MSA communications
- Display the MSA Member mark in appropriate Institution communications
- Receive member-only benefits and discounts offered by MSA
- Receive first consideration for sponsorship opportunities
- Participate in MSA programs designed to support institutions as a whole

**Individual Membership, For-profit**

An individual engaged in museum store retailing in outlets within an organization under a for-profit entity for the primary purpose of collecting and preserving, studying, interpreting, performing, assembling and exhibiting to the public for its instruction and enjoyment, objects and specimens (whether animate or inanimate) of educational and cultural value, including artistic, scientific, historical and technological material is eligible to apply for membership in the Association.

The member is entitled to:
- Attend Association meetings
- Serve as a member of committees and task forces in the Association
- Receive Association membership privileges and correspondence

The member is not entitled to:
- Vote in an MSA national election
- Vote on association matters
- Serve as an officer or member of the board of directors

It is the responsibility of the member to inform MSA of any change in affiliation or status with the for-profit organization.

**Individual Membership, Professional**

An individual interested in retailing within a non-profit organization administered for the public interest who currently is not professionally affiliated with such an organization, is not currently engaged in wholesale, nor provides services, nor is affiliated with organizations that engage in wholesale or provide services is eligible to apply for membership in the Association.

The member is entitled to:
- Attend Association meetings
- Serve as a member of Association committees and task forces
- Receive Association membership privileges and correspondence

The member is not entitled to:
- Vote in an MSA national election
- Vote on Association motions
- Serve as an officer or member of the board of directors
Individual Membership, Emeritus

Emeritus membership is available to:

☐ An individual previously engaged in retailing merchandise in a nonprofit institution administered for the public interest, currently retired as a retailing professional, and that is or was a member of MSA at some point before retiring from retailing merchandise in a nonprofit institution administered for the public interest is eligible to apply for membership in the Association.

☐ An individual that was engaged in or was affiliated with a company engaged in providing merchandise or professional services of benefit to non-profit/museum stores within a nonprofit institution administered for the public interests, currently retired from that position or company, and that is or was previously or whose company is or was previously a member of MSA is eligible to apply for membership in the Association.

The member is entitled to:

- Attend Association meetings
- Serve as a member of Association committees and task forces
- Receive Association membership privileges and correspondence

The member is not entitled to:

- Vote in an MSA national election
- Vote on Association motions
- Serve as an officer or member of the board of directors

Individual Membership, Student

An individual preparing for a museum career registered as a student in an accredited, degree-granting college or university is eligible to apply for membership in the Association. A student ID is required.

The member is entitled to:

- Attend Association meetings
- Serve as a member of Association committees and task forces
- Receive Association membership privileges and correspondence

The member is not entitled to:

- Vote in an MSA national election
- Vote on Association motions
- Serve as an officer or member of the board of directors

It is the responsibility of the member to inform MSA of any change in status related to their studies as a student in an accredited, degree-granting college or university.

Vendor Membership

An individual or company engaged in providing merchandise or professional services of benefit to non-profit/museum stores within an organization under 501(c) 3 of the Internal Revenue (or equivalent status for international applicants for the primary purpose of collecting and preserving, studying, interpreting, performing, assembling and exhibiting to the public for its instruction and enjoyment, objects and specimens (whether animate or inanimate) of educational and cultural value, including artistic, scientific, historical and technological material are eligible to apply for membership in the Association. This category shall exclude museum store professionals who are primarily retailers.
The vendor member is entitled to:

- Receive Association membership privileges and correspondence
- Attend Association meetings
- Participate in opportunities offered by the Association to promote vendor member's product
- Serve as a member of Association committees and task forces
- Serve as the advisory member to the board of directors of the Association

The vendor member is not entitled to:

- Vote in an MSA national election
- Vote on Association motions

**Individual Membership, Sales Representative** [tentative – needs approval of minutes]

An individual currently engaged in providing sales representation services for a Vendor Member that provides merchandise or professional service to non-profit/museum stores within an organization under 501(c) 3 of the Internal Revenue Code (or equivalent status for international applicants) for the primary purpose of collecting and preserving, studying, interpreting, performing, assembling and exhibiting to the public for its instruction and enjoyment, objects and specimens (whether animate or inanimate) of educational and cultural value, including artistic, scientific, historical and technological material are eligible to apply for membership in the Association. This category requires affiliation with at least one current Vendor Member.

The sales representative member is entitled to:

- Receive Association membership privileges and correspondence
- Attend Association meetings
- Serve as a member of Association committees and task forces

The sales representative member is not entitled to:

- Vote in an MSA national election
- Vote on Association motions

**Revision Adopted:** February 24, 2016

*Michael Higdon*

Original on file in MSA office
# Chapter Election Checklist

<table>
<thead>
<tr>
<th>Task</th>
<th>Assigned To</th>
<th>Due Date</th>
<th>Date Completed</th>
</tr>
</thead>
<tbody>
<tr>
<td>Leadership Development Committee formed</td>
<td>Chapter President</td>
<td>Between August 1 and November 30</td>
<td></td>
</tr>
<tr>
<td>Committee Chairperson appointed</td>
<td></td>
<td></td>
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</tr>
<tr>
<td><strong>Leadership Development Committee Form</strong> emailed to MSA Office</td>
<td>Chapter President</td>
<td>December 1</td>
<td></td>
</tr>
<tr>
<td><strong>Slate of Officer Candidates Form</strong> emailed to the Chapter President and the MSA Office for election preparation</td>
<td>Leadership Development Committee</td>
<td>January 15</td>
<td></td>
</tr>
<tr>
<td>MSA works with candidates to obtain bios for MSA election webpage</td>
<td>MSA Staff</td>
<td>February 1</td>
<td></td>
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<tr>
<td>MSA emails election voting instructions to all eligible Members</td>
<td>MSA Staff</td>
<td>February 15</td>
<td></td>
</tr>
<tr>
<td>Candidates are notified of election results</td>
<td>Chapter President</td>
<td>March 30</td>
<td></td>
</tr>
<tr>
<td>Newly elected Chapter Secretary, Treasurer, and Member Vendor Advisor officially take office at MSA Retail Conference &amp; Expo</td>
<td></td>
<td>April/ May</td>
<td></td>
</tr>
</tbody>
</table>
Leadership Development Committee

**Instructions:** Chapter President appoints Committee Chairperson and committee members.

<table>
<thead>
<tr>
<th>Chapter President:</th>
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<tr>
<th>Committee Chairperson:</th>
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<tbody>
<tr>
<td>Name:</td>
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<tr>
<td>Institution:</td>
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<td>Mailing Address:</td>
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<table>
<thead>
<tr>
<th>Other Committee Members:</th>
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<tbody>
<tr>
<td>Name:</td>
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<tr>
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**Submission Instructions**
The Chapter President must submit this form, via email, as soon as possible.
Please send the completed form to Steve Antolick at santolick@museumstoreassociation.org.
Slate of Officer Candidates

Chapter President:

Leadership Development Committee Chairperson:

Name: ___________________________
Institution: ___________________________
Mailing Address: ___________________________
Phone: ___________________________
Email: ___________________________

Slate of Candidates:

Name: ___________________________
Institution: ___________________________
Phone: ___________________________
Email: ___________________________

Name: ___________________________
Institution: ___________________________
Phone: ___________________________
Email: ___________________________

Name: ___________________________
Institution: ___________________________
Phone: ___________________________
Email: ___________________________

Submission Instructions
The Nominating Committee Chairperson must submit this form via email to Steve Antolick at santolick@museumstoreassociation.org by BLANK.
# MSA Chapter Financial Report

<table>
<thead>
<tr>
<th>Date:</th>
<th></th>
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</thead>
<tbody>
<tr>
<td>Fiscal Year Ended:</td>
<td></td>
</tr>
<tr>
<td>Chapter Name:</td>
<td></td>
</tr>
<tr>
<td>Contact Name:</td>
<td></td>
</tr>
<tr>
<td>Contact Email:</td>
<td></td>
</tr>
<tr>
<td>Contact Phone:</td>
<td></td>
</tr>
<tr>
<td>Tax ID Number:</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Bank Name:</th>
<th></th>
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</thead>
<tbody>
<tr>
<td>Bank Account Number:</td>
<td></td>
</tr>
<tr>
<td>Name(s) of Authorized Check Signors:</td>
<td></td>
</tr>
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</table>

## Chapter Income Statement Report

### Income

<table>
<thead>
<tr>
<th>Contributions and Gifts:</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Dues:</td>
<td></td>
</tr>
<tr>
<td>Meeting Income</td>
<td></td>
</tr>
<tr>
<td>Sponsorship:</td>
<td></td>
</tr>
<tr>
<td>Registration:</td>
<td></td>
</tr>
<tr>
<td>Interest Earned:</td>
<td></td>
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<tr>
<td>Other Income:</td>
<td></td>
</tr>
<tr>
<td>Restricted Income:</td>
<td></td>
</tr>
<tr>
<td>Total Income:</td>
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</tbody>
</table>

### Expenses

<table>
<thead>
<tr>
<th>Meetings</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Food and Beverage:</td>
<td></td>
</tr>
<tr>
<td>Speakers:</td>
<td></td>
</tr>
<tr>
<td>Room Rental:</td>
<td></td>
</tr>
<tr>
<td>Audio/Visual:</td>
<td></td>
</tr>
<tr>
<td>Awards:</td>
<td></td>
</tr>
<tr>
<td>Office Supplies:</td>
<td></td>
</tr>
<tr>
<td>Printing:</td>
<td></td>
</tr>
</tbody>
</table>
### Submission Instructions

The Chapter President must submit this form, via email at least thirty (30) days post the scheduled meeting. Please send the form to info@museumstoreassociation.org.

<table>
<thead>
<tr>
<th>Chapter:</th>
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<tbody>
<tr>
<td>Meeting Dates:</td>
<td></td>
</tr>
<tr>
<td>Location (city/state):</td>
<td></td>
</tr>
<tr>
<td>Host Museum:</td>
<td></td>
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<tr>
<td>Participating Museums:</td>
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</table>

<table>
<thead>
<tr>
<th>Call to Order:</th>
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<tbody>
<tr>
<td>Members in Attendance:</td>
<td></td>
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</table>

<table>
<thead>
<tr>
<th>Old Business:</th>
<th></th>
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<table>
<thead>
<tr>
<th>New Business:</th>
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<table>
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<tr>
<th>Announcements:</th>
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<tr>
<th>Adjournment:</th>
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Sample Minutes

CALL TO ORDER
Susie Smith of the ABC Museum called the meeting to order at 4:30 p.m.

MEMBERS IN ATTENDANCE (Please list in ALPHA order by last name for posting on Web site)
Nine (9) MSA members were in attendance: Robert Timmer, Wendy Brown, Shannon McNamara, Lori Monk, Laura Murphy. Two non-members from local museums: John Black and Debbie Green.

OLD BUSINESS
The minutes of the last meeting were read and approved.

NEW BUSINESS
Susie Smith, on behalf of the Programming Committee, moved that the next meeting be held in Denver in conjunction with the Charles Rennie Mackintosh exhibit and the spring Denver Gift Show. The motion was adopted.

Tom Anderson, Nominating Committee Chairman, called for nominations of Secretary. Lori Monk nominated Shannon McNamara and Wendy Brown nominated Steve Windholder. Both were seconded.

ANNOUNCEMENTS
Jane Doe, MSA Board of Directors Second Vice President, read announcements from the MSA national office. She covered highlights of the upcoming Museum Retail Conference & Expo in Denver, Colorado. She explained in detail the “Grow MSA” membership campaign which rewards members for recruiting new members and affiliates. Attendees were reminded about the Sam Greenberg Scholarship Fund and were encouraged to contribute and register for the fundraiser event held during the Museum Retail Conference & Expo in Denver.

ADJOURNMENT
The meeting was adjourned at 5:07 p.m.
10 Steps for a Successful Chapter Meeting

While IRS regulations and the MSA Chapter By-Laws require that a minimum of one chapter business meeting must be held per fiscal year, that doesn’t mean the event has to be all business!

MSA chapter meetings are a great opportunity for networking with colleagues who share many of your regionally specific concerns, sightseeing and visiting museum stores in the area (this is a great way to recruit and retain members!), as well as providing professional development via valuable educational programming. You’ll want members to leave the event feeling that they have increased their knowledge and can apply some of the ideas presented in their own museum stores.

The Chapter President is responsible for coordinating the budgeting, planning and promotion of the event. Most chapters hold this meeting in the fall, but if you are not sure what time is best for your members, consider sending out a planning survey. Many chapters now hold their meetings in conjunction with a regional tradeshow for the additional perk of product sourcing while on location.

Here are 10 steps to ensure that your chapter meeting is a success and will keep members coming back for more the next year. (Don’t overlook the bonus step at the end!)

Step 1: Event Planning
When planning your chapter event, follow these five steps:
1. Select a location.
2. Select the dates and time.
3. Plan the educational content with topics and speakers of interest.
4. Plan any meals/special events.
5. Prepare the event budget.

Step 2: Location
Ideally, your event sites should rotate among different cities in your chapter’s geographic area each year. There are no specific or required locations for any chapter event as long as the site/space is centrally located and large enough for the anticipated attendance. In addition to the educational programming, consider other attractions that might normally draw members and increase attendance such as:

- Major wholesale gift shows or regional arts and crafts shows
- New and/or remodeled museum stores
- Special interest exhibitions
Step 3: Event Timing

September and October are popular months because they are traditionally slower months for museum stores, coming after the busy summer months and before the holiday rush begins. February and March are also good options for chapters where weather is not a major travel problem.

Chapters often plan their events over a two- or three-day period that includes a Monday since many museums are closed on Monday and store managers can get away. It is also possible to set up a one-day event with refreshments and a museum tour in the morning, the business meeting, educational session, lunch at a second museum, and a possible afternoon tour of a third site or additional educational programming.

Step 4: Educational Content

The educational content of the event is more critical now than ever because many attendees, especially those traveling long distances, must document their attendance to justify their expenses and absence. Relevant programming along with a good speaker is a strong incentive to attend a chapter meeting. Program topics can be regional issues of interest, museum retail industry best practices or general retail trends. At least one museum store visit should be planned for the program. The MSA office can also be contacted for program ideas.

When selecting speakers, look for expertise, speaking experience and credibility. The speaker can be:

- An MSA member who has expertise on a specific topic of interest to the industry
- An outside speaker from a local business discussing some aspect of specialty retail sales or management
- Someone from your local university school of business speaking on management techniques
- Personnel from a local specialty store display department doing a workshop on visual merchandising

Some additional ideas on how to include education within your chapter meeting:

- Ask a member to moderate a panel of chapter members who are very experienced in a particular area that intrigues the rest of the group.
- Ask MSA Vendor(s) to give a presentation on a relevant topic such as product development.
- Visit a museum store as a group and ask the store manager to give the group insight on why they do what they do, and how they do it well.
- Tour a variety of Museum Stores in an area as part of your meeting to provide exposure to your members of a range of different products, mission interpretation, merchandising solutions, etc.
- Tour retail stores or businesses that are not part of museums but are locally unique successful operations that relate to specialty retail. For example: college bookstore, themed retail, specialty boutique, local gallery, vendor’s factory facilities.
- Visit a local college or university as a group and sit in on a retail business class for a day.
- Ask a member to present on a recent success they have experienced in their store, and the challenges they overcame to bring that success to fruition.
- Provide opportunities for vendors to display product to keep the membership informed of new goods and services.
- Provide an opportunity for open forum discussion to allow members an opportunity to discuss topics of concerns and challenges within the industry to facilitate problem solving and identify best practices.

25 ideas (and beyond!) for chapter meeting education

1. POS systems
   a. Choosing
   b. Utilizing
2. Merchandising
   a. Creative Visual Merchandising Ideas
   b. Coordinating with exhibits
3. Marketing on a budget
4. Volunteers
   a. Working with volunteers
   b. Recruiting Volunteers
   c. Where to use Volunteers
5. In-store events
   a. How to plan an in-store event
   b. Working local vendors/artists
6. Open to buy
   a. 411 on open to buy
7. Fair Trade
   a. Local vendors – How to incorporate them in to your store
8. How to motivate staff
   a. Incentive programs
9. Buying local / Made in America
   a. How to find vendors and incorporate in to your store
10. Books and the book industry
    a. E-books
    b. Working with publishers
11. Customer Service
   a. The do’s and don’ts
   b. Is the customer always right?
12. In-store signage and graphics
   a. Working with your institution’s marketing department
13. Loss Prevention
14. E-commerce
   a. The basics of e-commerce: Where to begin!
   b. Already have an e-commerce site? How to improve and grow your e-commerce sales.
15. Social media to promote store
16. Additional streams of revenue
   a. What are others doing and how to make it work for you
17. Influencing decision makers
   a. Working with your CEOs, CFOs, etc
18. Product sourcing
   a. International Product Sourcing – Working with vendors overseas
   b. Local Product Sourcing
   c. Working within your institution’s mission
19. Developing the visitor experience
   a. How to make your store the destination
   b. Stay-cations
20. Exhibition stores
21. Renovating or revitalizing your store
   a. Where to begin
   b. Peer success stories
22. Product development / wholesaling
   a. Is it for you and your institution?
   b. The Basics – Where to begin?
23. Trends
   a. Colors
   b. Spending
24. Outsourcing your store
   a. What are the facts?
   b. Who else is outsourced?
25. Inventory
a. Management
b. Time-savers

Step 5: Meal Planning
Expenses such as refreshments, meals, tours and transportation must be covered by a registration fee collected from the attendees and guests. Don’t forget to add in any "free lunches" for speakers that need to be covered by this fee. If you are dealing with a caterer, you will need to give them a head count in advance of the meeting and make a firm commitment for a set number of meals. Sometimes the host museum may be willing to donate a continental breakfast or provide coffee and juice. Transportation companies will want a signed contract as well as a deposit for their services. Usually the host museum will make these commitments and pay the bills in advance. Reimbursement will come from the registration fees collected.

Step 6: Budget
Your budget is the record of your projected expenses for the chapter meeting. It helps you determine what programs you can reasonably expect to offer based on your projected attendance figure. It also helps you set an appropriate registration fee.

Two to three months before the meeting, the Chapter officers should complete the Budget & Expense form (template in the chapter handbook). This will help with planning and setting registration rates.

Chapters are responsible for any Chapter Meeting related expenses.

Step 7: Setting Your Registration Fee
Chapter meetings should generate sufficient revenue through the registration fee to cover all expenses. Below are two formulas to assist you in setting your event fee and determining the number of attendees required to break even for your event.

Determine Your Meeting Registration Fee
Note: Project attendance on the conservative side and be sure to look at the history of past meeting attendance as a guide.

\[
\text{Fixed cost} + \text{Variable cost (per person)} + \text{Profit} = \text{Registration fee}
\]

\[
\frac{\text{Expected attendance}}{\text{Expected attendance}}
\]

Where **fixed cost** = a cost that does not vary depending on attendance levels and **variable cost** = a unit cost which varies and is directly proportional to per person attendance levels.
Example: Your fixed costs are $700 (postage, printing, speaker fee), the variable cost per person is $25, and your expected attendance is 50 people.

\[
\frac{\$700}{50} + \frac{\$25}{50} + \frac{\$300}{50} = \frac{\$45}{50}
\]

Determining Your Breakeven
Breakeven is the point at which neither a gain nor loss is produced; profit is your revenue minus all costs.

\[
\frac{\text{Fixed costs}}{(\text{Per person}) \text{ price} - \text{Variable costs}} = \text{Number of registrants (Breakeven)}
\]

Example: Your fixed costs are $700, the per person fee is $45 and variable costs per person are $25.

\[
\frac{\$700}{($45-\$25)} = 35 \text{ registrants}
\]

Remember to be flexible when planning your registration fee. Pricing psychology shows that fees ending with a 5, 9 or 0 (i.e., $45, $49 or $50) get better results! If your registration fee is more than what you think attendees can/will realistically pay, start cutting expenses or negotiate for items to be donated (i.e., food and beverage). To make the most use of donated items, seek out donation of items you would otherwise need to pay for yourself. For example, a donation of lunch is more valuable than a donation of pens. The meal donation lowers actual expenses.

Step 8: Meeting Promotion
Once your budget has been set and meeting date(s), place and speaker(s) are confirmed, you will want to begin promoting your event. At least two months before the event, officially notify members of the meeting by e-mailing promotional materials. Be sure to send the meeting details to MSA right away for inclusion on the MSA website.

To help you increase attendance at the meeting, request an up-to-date chapter list from the MSA office. Please note that all lists are for chapter use only and may not be altered, copied or distributed. The Chapter Secretary can request the mailing list by contacting the MSA office. You can also promote your chapter meeting via your chapter group on MyMSA.

When assembling your promotional materials, consider the following ideas:

- Include a detailed agenda and description of each educational session.
- Refer to the meeting in all communications as a “Professional Development Workshop” as opposed to a “chapter meeting.”

- Reinforce quality programming by highlighting key speakers, museum tours, special attractions and anything else of interest near the site location that may attract attendees.

- In your materials, specifically address these key elements:
  - “Here is what you will learn from this event... 1)... 2)... 3)...”
  - “How you will benefit from attending... 1)... 2)... 3)...”

- Be sure to include a registration form that can be easily faxed, e-mailed or mailed. The template is provided in the chapter handbook.

- Include all the important details of the meeting, including nearby lodging, directions to the meeting site and contact information for questions.

- Please note that the following terms may not be used in the promotional materials to describe any MSA chapter event: “Members Market” or “Museum Retail Conference” or “Expo.”

**Step 9: Conducting a Chapter Business Meeting**

Utilizing an agenda keeps the meeting on track and allows members to anticipate and participate in different aspects of the meeting. Be sure to start the meeting on time. Introduce first-time attendees and prospective members. Be confident when introducing speakers and express your appreciation for member contribution. At the conclusion, thank members for attending and close the meeting in a timely manner.

When conducting the official chapter business meeting, follow this order of business as outlined by parliamentary procedure:

1. Call to order
2. Reading, correction, approval, or disposition of minutes of previous meeting
3. Reports of officers
4. Reports of special committees
5. Unfinished business
6. New business
7. Announcements
8. Adjournment

For more information on parliamentary procedures you can consult either *The Standard Code of Parliamentary Procedure* or *Roberts Rules of Order*. You can also refer to the agenda form in the chapter handbook.

**Step 10: After the Event**
Report back to MSA within 30 days of the meeting with attendance record and meeting minutes. You can refer to the corresponding forms in the chapter handbook. These documents will also be posted on the MSA website.

Since your chapter’s leadership changes, keep a summary of the entire event including your impressions and feedback from members. This summary will assist your successor in the upcoming term with planning the next event. At the conclusion of the event, evaluate the program and make a written summary for your chapter’s permanent records.

How do you define a successful event? Consider these factors to determine if the overall professional development goals were met by the event:

- Were your participants’ needs met by the educational programming?
- Was new information provided?
- Were ideas/practices presented to be immediately implemented?
- Were formats of educational sessions well-suited to the content?
- Were participation goals met?
- Was the program a financial success?

**BONUS STEP! Event Planning Timeline**

And now for the bonus round! Follow these key elements and timeframe for successful coordination of your MSA chapter event. Remember, the Chapter President is responsible for submitting the agenda and registration form to the MSA office no later than three months prior to the meeting date. Allow plenty of time for planning, making arrangements and executing the program. Pay attention to details and communicate with all those involved on a regularly scheduled basis.

**6 to 3 Months Out**
- Determine an educational focus.
- Select a location and date for the meeting. Keep in mind holidays, local events and weather conditions.
- Assemble a planning team. Ultimately the Chapter President is responsible for the meeting and budget. Decide the key planning and implementation tasks and delegate responsibilities to other officers or event city hosts.
- Contact local hotels and visitor bureaus or visit their websites for information.
- Interview speaker(s).

**3 Months Out**
- Select speaker(s), topics and determine necessary A/V requirements.
- Refine programming and agenda.
- Chapter President submits meeting agenda and registration form to MSA office for approval.
- Request chapter member list from MSA office.
At Least 2 Months Out
- Inform chapter members of date and place of meeting.

8 to 6 Weeks Out
- Promote the meeting.
- Determine and arrange on-site meeting needs—room setup, signage etc.

6 to 4 Weeks Out
- Determine materials for meeting attendees. Obtain necessary rights and permission for any material you intend to reproduce.
- Refine programming and agenda as needed. Spend time planning for contingencies such as speaker cancellations and unexpected location change.
- Promote the meeting.

2 Weeks Out
- Ship meeting materials to host site if necessary. Track and confirm acceptance and location of materials.
- Prepare name badges for meeting attendees.
- Confirm details with volunteers, meeting hosts, service providers (caterers, bus companies, etc.) and speaker(s).

Final Week
- Verify number of members attending and notify meeting place(s) as needed.
- Submit catering/meal information if required.
- Check inventory of materials shipped to host site.
- Hold a pre-meeting with volunteers. Review last minute changes to agenda and on-site procedures if necessary.
- Check weather reports for arrival delays.

At Event Site
- Set up meeting area(s) as needed.
- Check on room, meal and equipment arrangements prior to meeting.
- Meet and great speaker(s) and guests.
- Staff the registration area.
- HAVE A GREAT EVENT!

Within 30 Days After Event
- Clean up and return any borrowed materials.
- Chapter Secretary submits business meeting minutes and attendance forms to MSA office.
- Send out thank you notes to host facilities and speaker(s).
- Evaluate the program and make a written report for chapter’s records.
### MSA Chapter Event Checklist

#### Logistics
- Select agenda topics and session formats
- Determine date and time
- Complete budget and set registration fee
- Reserve facility
- Determine and arrange on-site meeting needs
- Plan catering needs
- Determine and arrange rooming needs
- Interview and select speaker
- Make arrangements for pre-payment and cancellations
- Arrange contingency plan
- Determine attendee materials needs
- Prepare/assemble attendee materials

#### Promotion
- Determine timing of announcements
- Provide agenda and registration info to MSA for website
- Request mailing list from MSA
- Prepare announcement using “green” options
- E-mail announcement
- Coordinate follow-up announcement (if necessary)

#### Implementation
- Ensure all shipments arrived and arrange for delivery to appropriate location(s)
- Set up meeting area(s)
- Check facility, equipment and catering needs
- Staff registration area
- Meet and greet speaker(s)
- Prepare return shipment

#### Administration
- Review expenses and make required payments
- Review evaluation forms
- Submit minutes and attendance forms to MSA
- Send out thank you notes
- Evaluate the program and write summary
Chapter Meeting Budget & Expense Form

**Submission Instructions**
The chapter does not need to submit this form to MSA, this form is solely for the chapter to use to monitor the meeting finances.

**Directions:** Please use this form pre and post meeting to help plan expenses, set registration rate and total profit/loss.

Chapter:
Location:
Dates:
Anticipated Attendance:

<table>
<thead>
<tr>
<th>Pre-Meeting</th>
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<tbody>
<tr>
<td><strong>ITEM</strong></td>
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<tr>
<td>Speaker</td>
</tr>
<tr>
<td>Educational Materials</td>
</tr>
<tr>
<td>Refreshments</td>
</tr>
<tr>
<td>Meals</td>
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<tr>
<td>Tours</td>
</tr>
<tr>
<td>Transportation</td>
</tr>
<tr>
<td>Scholarships</td>
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<tr>
<td>Other</td>
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<tr>
<td><strong>TOTAL</strong> (estimated costs)</td>
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**Setting Registration Fee**
See the “Successful Event Planning” Addendum for fee formula.

<table>
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<tbody>
<tr>
<td><strong>ITEM</strong></td>
</tr>
<tr>
<td>Actual Attendance</td>
</tr>
<tr>
<td>Registration Fee</td>
</tr>
<tr>
<td>Total Revenue (Attendance x Registration Fee)</td>
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<tr>
<td>Actual expenses</td>
</tr>
<tr>
<td>Profit</td>
</tr>
</tbody>
</table>
Chapter Meeting Registration

Location:
Dates:
City / State:
Registration fee:

Participating hotel:
Address:
Phone number:
Cost of rooms:
Room Rate Code:

Meeting Agenda/Activity Summary

<table>
<thead>
<tr>
<th>DATE</th>
<th>TIME</th>
<th>EVENT</th>
<th>LOCATION</th>
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Guests Attending

<table>
<thead>
<tr>
<th>Name</th>
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Total Registration Costs: Number of attendees X Registration fee = $

Send Registration to:
Name:
Address:
City/State/Zip:
Email:

Please make checks payable to X Chapter.

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Revised 03/17
Increasing the Credibility of the Cultural Commerce Professional

Adding Value to Cultural Institutions

January 2010

The MSA Knowledge Standards highlight the core knowledge, skills and abilities needed to perform the daily responsibilities of a cultural commerce professional.

1.0 Merchandise Planning

Merchandise Planning is creating a plan for the purchase, development and display of merchandise.

The successful cultural commerce professional:

Skill 1.1 Sources and selects appropriate merchandise that supports the institution’s mission.

- Identifies the institution’s and store’s mission
- Identifies channels and methods of purchasing
- Plans the merchandise assortment
- Understands and develops vendor strategies

Skill 1.2 Creates and executes a product development strategy.

- Plans product development strategy
- Sources new and custom product opportunities
- Evaluates possible new and custom products
- Acquires and sells new products in the store
- Identifies and determines new trends to introduce into the product mix such as Fair Trade, green, new materials, color, etc.
- Participates in seminars, webcasts, lectures, industry-related associations and networking opportunities with colleagues

Skill 1.3 Prices merchandise to maximize gross margin.

- Understands pricing theory
- Understands pricing strategies
- Knows industry standard pricing trends

Skill 1.4 Implements a buying plan that maintains appropriate on-hand stock levels.

- Implements and manages an inventory software package
- Understands and applies open-to-buy (OTB)
- Understands inventory shrinkage factors
• Factors in consignment products when calculating inventory on hand

**Skill 1.5** Analyzes sales in order to adjust the buying plan.

• Creates sales projections and monitors sales results annually / monthly / weekly by key categories
• Understands stock availability factors
• Adjusts budget projections based on actual data

**Skill 1.6** Creates and executes a visual merchandising plan.

• Understands basic visual merchandising design principles
• Incorporates institutional goals into store design and merchandising
• Researches fixture companies for various display needs such as lighting, showcases, shelving, props, floor coverings, signage and window treatments
• Creates a plan to maximize revenues per square foot

**Skill 1.7** Creates and implements a plan for receiving and storing merchandise.

• Creates processes for receiving and storage

**Skill 1.8** Trains and educates staff about merchandise.

• Conducts regular information sessions regarding new products, product features and their relation to the institution and its collection
• Trains staff on selling techniques
• Works with related departments on merchandise education

### 2.0 Customer Relations

**Customer Relations is the management of the interactions between the customer and the cultural commerce team.**

The successful cultural commerce professional:

**Skill 2.1** Identifies and meets the unique needs of all customers.

• Greets customers and identifies customer objectives or needs
• Completes the sale and strives to exceed customer expectations

**Skill 2.2** Seeks customer feedback to improve service levels.

• Establishes a communications plan to assess customer satisfaction
• Ensures customer satisfaction

**Skill 2.3** Models and reinforces positive customer service behavior.
• Establishes customer service expectations
• Offers staff educational opportunities to learn customer service techniques
• Ensures visibility of management in the store

Skill 2.4 Enhances the customer’s total experience in the store, the institution and the community.

• Ensures a quality customer experience in the store
• Connects the customer shopping experience to the institution
• Extends the cultural experience beyond the institution

3.0 Operations

Operations includes the ongoing management of the store and its related sales outlets.

The successful cultural commerce professional:

Skill 3.1 Oversees merchandise receiving, fulfillment and tracking for all outlets.

• Manages receipt of deliveries
• Knows fulfillment and storage policies and procedures

Skill 3.2 Conducts periodic physical inventory and reconciliation.

• Plans for physical inventory
• Establishes processes for reconciliation

Skill 3.3 Maintains the physical condition and appearance of the store and the merchandise.

• Oversees daily cleaning and maintenance
• Manages larger facilities management issues

Skill 3.4 Ensures the security of personnel, inventory, fixtures and equipment.

• Provides a safe environment for staff
• Knows loss prevention practices

Skill 3.5 Supervises the sales floor.

• Manages staff sales function
• Ensures fluid daily sales operation of the store

Skill 3.6 Coordinates special events and promotions.

• Plans special events and promotions
• Executes special events and promotions
Skill 3.7 Operates and maintains retail store equipment, systems and supplies.

- Manages technology issues
- Ensures appropriate stock of business supplies

4.0 Financial Management

Financial Management is a comprehensive system of controlling, measuring and maximizing fiscal performance.

The successful cultural commerce professional:

Skill 4.1 Develops and implements a budget for a profitable cultural commerce enterprise.

- Assesses big picture impacts on budget planning
- Understands and evaluates store and institution budget needs and resources

Skill 4.2 Selects and implements an appropriate retail and financial management system.

- Evaluates product availability and technology
- Assesses the retail and financial management needs of the store and the institution
- Implements or upgrades the retail and financial management system

Skill 4.3 Maintains inventory control.

- Knows inventory control principles and techniques
- Evaluates and determines optimal store inventory levels

Skill 4.4 Maximizes revenues and margins.

- Understands impact of revenues and margins on financial goals
- Applies effective retail pricing policies

Skill 4.5 Applies IRS Unrelated Business Income Tax (UBIT) guidelines.

- Understands general objectives and compliance legislation regarding UBIT
- Tracks and documents unrelated sales

Skill 4.6 Controls and monitors money handling procedures.

- Knows and understands institutional and store policies and procedures related to security of money handling
- Works with the finance department to ensure institutional financial policies are followed

Skill 4.7 Quantifies and analyzes financial results.
• Comprehends retail financial concepts, terminology, ratios and formulas
• Applies financial expertise and analysis to decision-making process

5.0 Human Resources

Human Resources involves skillful management of personnel (both paid staff and volunteers).

The successful cultural commerce professional:

Skill 5.1 Effectively recruits and hires personnel.
• Is knowledgeable in standard hiring practices
• Executes a recruitment and hiring plan
• Assesses current needs and structure of the retail department
• Examines all current data pertaining to department positions
• Provides compensation recommendations with supporting documentation

Skill 5.2 Assimilates volunteers into the work force.
• Creates a volunteer program
• Facilitates integration of volunteers and paid staff

Skill 5.3 Implements a well-developed training program for personnel.
• Develops training modules for specific skills by job level
• Sets schedule for training and assessing progress level of trainee

Skill 5.4 Ensures that all personnel comply with institutional and departmental policies and state and federal regulations.
• Fully understands and communicates regulations as they pertain to departmental staff

Skill 5.5 Encourages professional development and growth to achieve store goals.
• Establishes a professional development plan
• Creates a “team” environment and approach for the operation
• Develops rewards and incentive programs for staff, both individually and as a team

Skill 5.6 Applies disciplinary standards according to institutional policy.
• Ensures staff meets conduct expectations

Skill 5.7 Conducts timely and productive performance evaluations.
• Establishes processes for employee evaluation
6.0 Communications

Communications is the exchange of information for successful outreach to all audiences.

The successful cultural commerce professional:

Skill 6.1 Establishes productive collaborative relationships with other departments in the institution.
- Works to build synergy between institutional departments
- Understands institutional communication protocols

Skill 6.2 Maintains ongoing communications within the cultural commerce department.
- Promotes open dialogue within the department

Skill 6.3 Actively markets the cultural commerce business to the community.
- Creates an external communication plan incorporating institutional goals
- Implements external communications plan
- Defines the message that conveys the importance of cultural commerce

Skill 6.4 Maintains ongoing communications with cultural commerce colleagues.
- Networks with individuals and groups throughout the cultural commerce community

7.0 Business Relations

Business Relations is the development of relationships that enable a successful and profitable cultural commerce enterprise.

The successful cultural commerce professional:

Skill 7.1 Develops and sustains business relationships.
- Strategically develops relationships

Skill 7.2 Negotiates agreements benefiting the institution.
- Strategically approaches new business opportunities
- Follows institutional guidelines for new business agreements

8.0 Strategic Management

Strategic Management is the development and implementation of strategies that ensure the long-term success of the business.
The successful cultural commerce professional:

Skill 8.1 Plans, develops and implements a business plan.
- Researches and selects appropriate business models that support the institution’s strategic goals
- Creates initiatives to support the strategic business plan

Skill 8.2 Monitors socio-economic, political and general business climates.
- Is aware of external macro- and micro-economic trends and their possible impact on the business

Skill 8.3 Advocates on behalf of the cultural commerce operation.
- Creates alliances with other institutional departments and the community
- Knows the institution’s mission statement and how cultural commerce relates to it
- Creates the cultural commerce mission statement
- Builds and retains customer base

Skill 8.4 Ensures staffing and systems align with the needs of the operation.
- Creates, monitors and periodically updates staffing plans to respond to economic and institutional variables
- Executes a periodic review of operational systems to meet changing business goals
- Researches leadership development plans and identifies best practices
- Identifies potential candidates for leadership development internally and in the hiring process
CHAPTER MEETING AGENDA & INFORMATION

Submission Instructions
The Chapter President must submit this form, via e-mail at least three (3) months prior to the scheduled meeting. Please send the form to Steve Antolick at santolick@museumstoreassociation.org.

Section A: General Information

<table>
<thead>
<tr>
<th>Chapter:</th>
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<tbody>
<tr>
<td>Meeting Dates:</td>
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<td>Location (City/State):</td>
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<td>Participating Museums:</td>
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Contact Information

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Hotel Information

| Host Hotel:                   |                                  |
| Address:                      |                                  |
| City, State, Zip:             |                                  |
| Phone:                        |                                  |
| Web site:                     |                                  |
| Rates per night:              |                                  |
| Rate Code:                    |                                  |
| Reservation Deadline:         |                                  |

Section B: Registration Information

Registration Deadline: [Blank]

*If registrants have the additional option to attend one day only, please list registration options and fees.*

- [ ] 1 Day $______
- [ ] 2 Day $______
- [ ] 3 Day $______
List the organization where registrants are to make checks payable to for payment.

<table>
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<th>MSA Chapter</th>
<th>Institution</th>
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List payment options

- Visa
- MasterCard
- American Express
- Check
- Cash

Section C: Agenda

Please see the Sample Agenda below, use this as a guide to complete your own agenda (blank chart located below).

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Chapter Meeting Attendance Record

**Submission Instructions**
When submitting this attendance record to MSA office, please list attendee’s names for posting on the Web site, thank you! This form must be submitted via e-mail. Please send the form to Steve Antolick at santolick@museumstoreassociation.org.

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Non - MSA Members

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