

ORGANIZATION AND GOVERNANCE OF STATE HISTORICAL ORGANIZATIONS

By Walter G. Lehmann

Faced with enormous pressures to do more with less, state historical organizations must constantly strive to become more efficient, more credible and more relevant to the public they serve. Effective governance is central to meeting these challenges. State historical organizations are a diverse group of institutions.¹ Perhaps the only structural similarity among state history organizations is that, to varying degrees, they have both a governmental and a non-profit aspect. As hybrid or “quasi-governmental” organizations, state historical organizations pose unique governance challenges. The role of the organization’s oversight board (where one exists), the authority of the chief administrator, and the organization’s relationship to the rest of state government, to its non-profit affiliates, and to the public, are often unclear. In the best of times these ambiguities can be problematic, but in the current tight economic climate they pose a serious institutional risk. Due to state budgetary constraints, a number of states are changing the way their state historical functions are organized. To adapt to changing funding realities, state historical organizations must also consider how deficiencies in their governance structure affect their ability to deliver on their public history mission.

Origins of State Historical Organizations

State historical organizations have their origins in the early nineteenth-century movement to save individual historic properties associated with the founding of the United States and in efforts to preserve colonial documents and records.² At the same time private historical societies also began to appear in the early American Republic.³ Over the course of the nineteenth century, private and state-led efforts to preserve and interpret historical structures,

artifacts and documents took a variety of forms. In the southern and eastern states, much of the focus was on the preservation of historic houses.⁴ In the Midwest, private individuals in states and even several forward-looking territories recognized early on the importance of preserving and interpreting their cultural heritage.⁵ In the West, the first historical societies were established after the Civil War.⁶

Considered the precursor of many state and regional historic preservation groups that appeared in the twentieth century, the Association for the Preservation of Virginia Antiquities (APVA) was formed in 1889 to preserve individual sites important to American and Virginia history. The APVA conducted its work through chapters responsible for maintaining particular historic sites. The Society for the Preservation of New England Antiquities (SPNEA), formed in 1910, stressed architectural as well as historic significance and advocated for adaptive reuse of historic structures. Restoration of Williamsburg Virginia beginning in the 1920's exemplified the development of comprehensive historic preservation organizations and the growing interest in outdoor museums. The success of Williamsburg inspired the enactment of the first national historic preservation legislation, the Historic Sites Act of 1935.⁷

Meanwhile in the period following the United States Centennial growing interest in genealogical research increased awareness of the importance of collecting, preserving and making historical records available to the public for research. By the beginning of the twentieth century many states began to develop state archives and public history programs.⁸ To a large extent these programs were fueled by social and political interest in ethnic and cultural identity, and were manifest in efforts to memorialize famous people and historic events.

As part of the larger trend in government expansion and reorganization, efforts to coordinate and consolidate state-run historical organizations soon began. By the mid-twentieth

century, most states had established some form of comprehensive state-funded historical program encompassing archival and records management, preservation and interpretation of state historical sites, and, in some cases, a state museum showcasing state-owned collections and promoting the state's cultural heritage. In many states, separate agencies each managed a portion of the state's historic functions. Following WWII, a number of states consolidated their historic functions in a single state-run entity.

The enactment of the National Historic Preservation Act in 1966, mandating State Historic Preservation Offices (SHPOs) and requiring states to administer federal historic preservation tax credits and other federally-funded programs further altered the shape of state-controlled historic organizations. In the period surrounding the United States Bicentennial emphasis was placed on building state history centers and there was a shift in mission from scholarly research to education. Another wave of state government consolidation in the 1990s has led to the creation of new comprehensive state historical organizations in some states. Recent emphasis on historic preservation and heritage tourism as economic development tools has also influenced the way in which state historical functions are organized.

State Historical Programs

Today, all fifty states have organizations which administer programs in public history and historic preservation. The historical functions administered through these programs fall into to six general categories: historic preservation; archives, library and records management; museums, historic sites, and collections; research and publications; administration; and funding.

Historic preservation functions are at least partially mandated or influenced by federal law, including the National Historic Preservation Act (NHPA) and federal rehabilitation tax credit programs, as well as federal and state cultural property laws. State grant programs also

influence the organization of state historic preservation functions. Historic preservation functions are funded through a mixture of federal grants (with state matching funds), state appropriations and, in some cases, dedicated funds.

Archival, library, and record management functions are also at least partially a product of federal and state requirements. Archival and record management programs contain elements of collections management functions and also involve administration of on-going government record-keeping obligations. Maintenance of historic land records is also part of the state archival function in some states. There are a variety of organizational approaches to providing for archival, library and record management functions.

Many states maintain a state museum and one or more state historical sites, as well as a collection of material artifacts related to the state's history and cultural heritage. The degree of state support for this museum function varies widely from state to state and from year to year. In many cases state appropriations to support the museum function are supplemented by dedicated funds or through the fund raising efforts of affiliated non-profit groups.

There are also a wide variety of approaches to publishing – both of historical research and of current government information. In many states, the publication of historical research is administered through a private nonprofit historical society. Publication of current government information is now largely decentralized and carried out at the department or agency level. As information becomes primarily electronic, the publishing function of state historical organizations is transforming. In some cases, the publishing function may have a modest revenue component such as a retail bookstore.

Funding for state historical programs varies widely both in the amount of funding available and in the source of those funds. Funding is derived from annual state appropriations,

dedicated revenue streams, such as tax or gambling revenues, grants, earned income, and through charitable donations from individuals, corporations and foundations. Many states have established ancillary nonprofit foundations or “friends” groups to administer development and membership programs and to provide programmatic support. Some of these affiliated organizations provide general support while others support only a specific programmatic element, such as a museum or historic site. The degree to which these groups provide additional revenues and programmatic support, and the effectiveness of this support, varies widely from state to state and from group to group.⁹

Historical Organization Models

Categorizing state historical organizations is a difficult task. Charles F. Bryan, Jr., former President of the Virginia Historical Society, has noted that state historical organizations “vary in size, in the ways they are funded and governed, and in the functions they perform.”¹⁰ In most states, historical functions which were in many cases originally performed by private nonprofit organizations are now managed either by hybrid public/private organizations or by state agencies supported to varying degrees by one or more nonprofit affiliates. In a few states historical functions are administered by an independent board vested with statutorily defined powers, but subject to executive branch oversight and fiscal control. Today the principal state historical functions are performed exclusively by private nonprofit organizations in only two states – Minnesota and Ohio.

State historical organizations can be categorized in a number of different ways. Bryan arranged them along a spectrum with large, centralized organizations on one end and small, private institutions on the other. He observed that “[t]he small to medium size, private historical society coexisting with separate state agencies model predominates on the East coast, while the

large centralized public institutions are the prototype in the Midwest.” Bryan noted, however, that there are many exceptions.¹¹

More thorough research on state historical society models was compiled by J. Kevin Graffagnino, Director of the Vermont Historical Society, in connection with a survey of state historical organizations conducted by AASLH in 2004.¹² Graffagnino identified five basic models for state historical organizations based on the degree to which the historical functions have been consolidated into a single entity. [Figure 1]. According to Graffagnino, twenty-one states have consolidated all state-funded history and heritage functions under one state agency or organization.¹³ An additional ten states have organized most state-funded history and heritage functions under the same state agency.¹⁴ In four states nearly all state history and heritage work is part of state government, but is not organized together under one agency or organization.¹⁵ Two states have a mixture of unconsolidated state functions and private historical societies which receive state funding,¹⁶ while thirteen states have a mixture of unconsolidated state functions and private historical societies which receive little or no state funding.¹⁷ In addition, Graffagnino notes that ten states have small private-sector state historical societies that receive little or no state funding. These organizations focus on publishing and public lectures and presentations, and have no museum, education or outreach programs.¹⁸

State Historical Functions by Degree of Consolidation

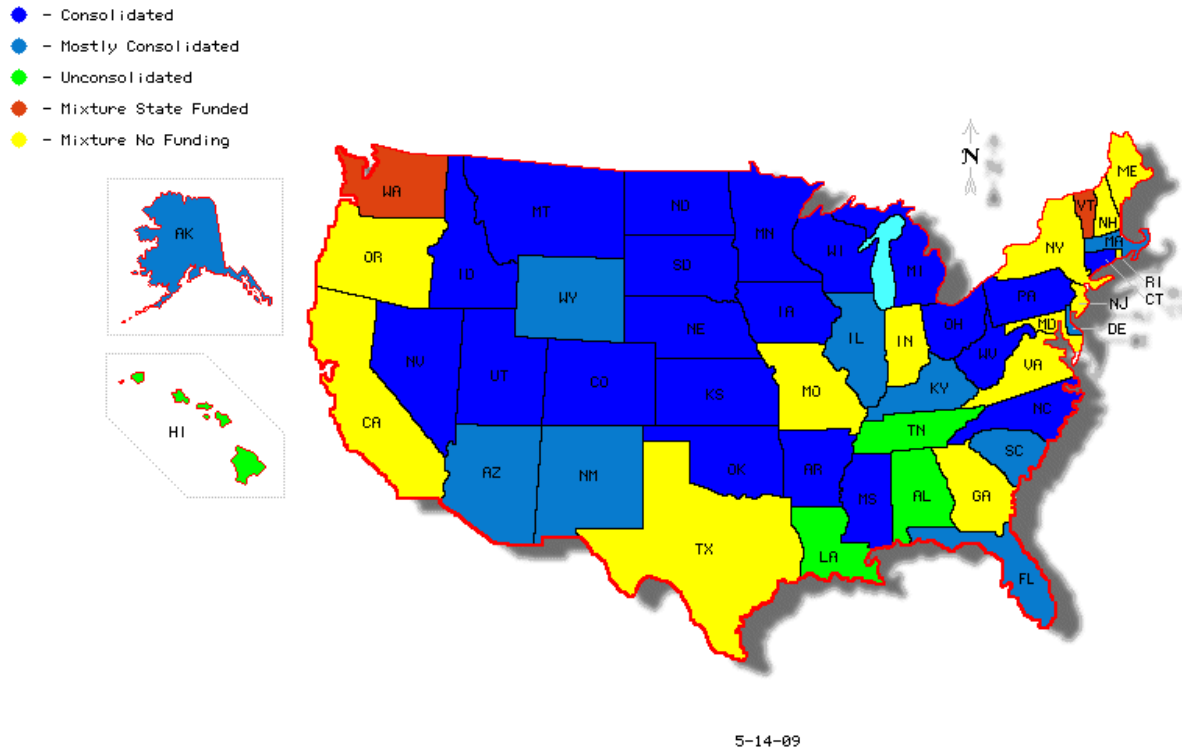


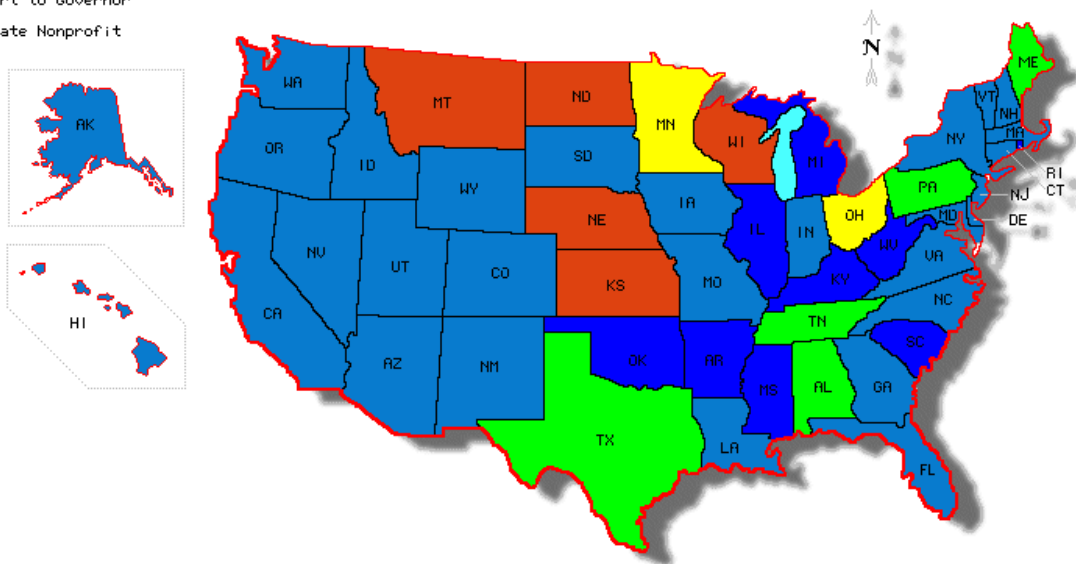
Figure 1: State Historical Functions by Degree of Consolidation.

The organization of state historical functions can also be analyzed in terms of governance structure. [Figure 2]. Through original research conducted as part of a Keystone internship with the Pennsylvania Historical and Museum Commission in the summer of 2008, I determined that in thirty-three states, the principal state historical functions are housed within a single department or agency in the executive branch. Nine states have created a separate department in the executive branch to administer some or all state-managed historical functions.¹⁹ At least a portion of state historical functions are housed within a larger state agency or department in the executive branch in twenty nine states.²⁰ In twenty-two of these, the principal state historical functions are housed within either the state’s department of conservation or natural resources,²¹

or within a department devoted to arts and cultural affairs.²² However, state historical functions are located in a wide variety of other executive branch departments as well. In three states, state historical functions are placed primarily within the department of state.²³ Two states house at least part of their state historical functions with a department of economic development.²⁴ In two states, state historical functions are housed in the state’s education department.²⁵ In Maryland, the principal historical functions are housed in the Department of Housing, and in South Dakota they are within the Department of Tourism. In Rhode Island they are found within the Executive Department. In Vermont, historic preservation functions are under the jurisdiction of the Department of Housing and Community Affairs, while archival functions are located under the Secretary of State.

State Historical Functions by Governance Structure

- - Separate Department
- - Part of Department
- - Independent Board
- - Report to Governor
- - Private Nonprofit



5-14-09

Figure 2: State Historical Functions by Governance Structure.

In the remaining twelve states, the principal state historical functions are not housed within a department in the executive branch. A governor-appointed board or commission administers some or all of the state's historic functions in five states.²⁶ In an additional five states, the director of the principal historical organization reports directly to the Governor.²⁷ An independent, non-governmental organization administers the state's principal historical functions in Minnesota and Ohio.

Under the National Historic Preservation Act, each state is required to establish a State Historic Preservation Office (SHPO) to administer state-mandated provisions of the Act, including maintaining the National Register of Historic Places, and managing federal historic preservation tax-credit and grant programs. State SHPO offices are essentially regulatory or planning in nature, although their enforcement powers are limited. As such SHPO offices are at the center of some of the most public and controversial aspect of state historic functions. Because these historic preservation functions differ in important ways from collections-based state historic functions, they are organized separately in some states. [Figure 3]. In thirty-six states, the SHPO is located within the state's principal historical agency.²⁸ In ten states, the SHPO is located within the state's parks or natural resources department.²⁹ In Maryland and the District of Columbia, the SHPO is part of the planning department. In Delaware and Florida, the SHPO is part of the department of state (as are other state historical functions). In New Jersey, the SHPO is part of the Department of Environmental Protection.

Location of State Historic Preservation Functions

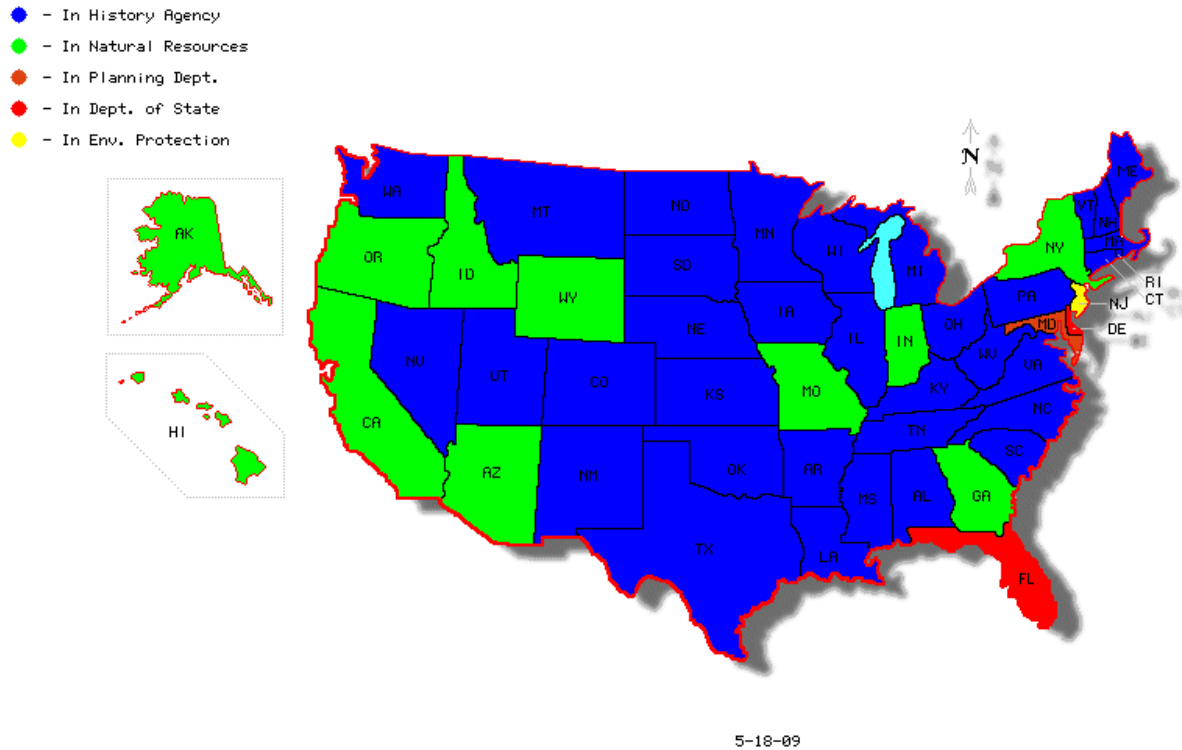


Figure 3: Location of State Historic Preservation Functions.

Despite their many differences, all state historical organizations are fundamentally hybrid or quasi-governmental entities in that they all share some combination of governmental and non-profit characteristics. In their organizational structure, independent commissions are granted a degree of autonomy which is curtailed by state administrative and budgetary oversight. Conversely, while non-governmental organizations are organizationally independent of state control, they have traditionally relied on state appropriations for a substantial portion of their operating revenue and are subject to state budgetary and administrative oversight in connection with that funding. Both types of entities involve qualities of both governmental and non-profit entities. Even in states where historical functions are housed within traditional departments or

agencies, one or more affiliated nonprofits typically provide fiscal, programmatic or logistical support to the governmental entity.

As quasi-governmental organizations, state historical organizations face unique governance challenges. The relationship between these organizations, the state, other governmental agencies, and affiliated nonprofit groups is not always clear. The indirect control exercised by the state, typically through the executive branch but also through actions of the state legislature, creates sources of tension not found in the top-down structure of traditional departments and agencies of state government. Internally, the role, authority and obligations of board members and administrators are not always clearly delineated. These ambiguities can make the internal governance of state historical organizations, as well as managing their relationship with other state entities, particularly difficult.

The organizational trend for state historical organizations appears to be towards a greater degree of governmental involvement in the administration of state historical and heritage functions. In Kansas, for example, the governance structure of the state's nonprofit historical society, established in 1875 as "the trustee of the state", was altered by statute in 2001 to provide for a greater degree of governmental oversight. Other states, such as North Carolina, Iowa, Michigan, and Connecticut, have created cabinet-level agencies to consolidate history, heritage, culture and in some cases tourism functions in a single state agency.

While this trend may enhance certain efficiencies inherent in governmental administration (particularly with respect to capital expenditures) it may also decrease the independence and autonomy of state historical organizations. Properly understood, state historical organizations are trustees of a state's cultural heritage – their reputation is predicated on their ability to protect and interpret history in a professional, objective and unbiased manner.

The politicization inherent in increased state involvement can jeopardize this independence. And, it should be noted, increased state involvement in the governance of state historical organizations does not necessarily mean more secure financial support for these organizations. On the contrary, despite a trend towards increased governmental oversight, anecdotal evidence suggests that state funding for public history programs appears to have remained flat or declined in recent years.

Organizational and Governance Best Practices

Governance can be defined as the aggregate of an organization's culture, methods, processes, systems and controls for providing direction to the affairs of the organization and executing that direction (including the organization's mission or purpose). Governance determines both authority and accountability within the organization for its operations and other activities. Generally the role of the board or governing body of an organization is to give direction by granting authority and setting limits, and the role of management is to execute that authority within those limits. In the context of complex organizations, governance has both internal and external aspects. When an organization is part of a larger complex organization, such as a state government, governance also determines the authority and accountability of the organization in relation to other affiliated organizations within that larger entity.

The "public trust" nature of many state historical organizations, combined with their role as quasi-governmental entities, creates a unique governance structure which is different from other, more clearly hierarchical state entities. The combination of nonprofit fiduciary responsibilities and state-imposed administrative oversight can create perplexing governance situations. The potential for conflict between governmental and nonprofit governance structures is very real. The tension between state and non-profit governance structures can be particularly

problematic for independent commissions where these ambiguities are greatest.³⁰ In purely nonprofit entities, the duties and obligations of the board of directors are clear and generally understood – the board’s responsibility is to provide oversight and policy-direction to the organization in its role as trustee. Conversely, executive branch agencies are normally governed by statutory-imposed mandates and receive oversight and policy-guidance through a clearly understood chain-of-command emanating from the Governor’s office.

The roles and duties of members of quasi-governmental organizations, particularly independent commissions, are not nearly as clear. While these entities are granted a degree of autonomy from state administration and oversight, their governing boards are not explicitly governed by the fiduciary duties imposed on non-profit organizations as a result of their public trust obligations. In the absence of an express trust obligation there is often no obvious fiduciary responsibility imposed on the members of quasi-governmental entities other than those which may be imposed by statute. As their authorizing statutes typically do not provide much guidance, the members of hybrid organization boards are often not sure whether their role is ceremonial, advisory or fiduciary in nature.

As a result, the tensions which arise from the conflict between non-profit and state-run entities are sometimes manifested in a level of complacency by the governing board. This can lead to a vacuum or lack of leadership by the appointed board members, resulting in ineffective policy direction, or, more dangerously, in a serious lack of institutional oversight. At other times, the tension results in a de-habilitating level of animosity between board members and administrative staff. The ambiguity is also sometimes expressed through increased tensions between the organization and other state entities. The resulting failures in governance can cause serious harm to the organization’s effectiveness, credibility, and reputation.³¹

Central to good governance is creating a culture which encourages critical self-evaluation and the adoption of institutional best practices. In the absence of a statutorily defined role, the governing boards of quasi-governmental organizations should assume that all of the fiduciary obligations imposed on public trustees and non-profit organizations apply equally to their organization. State and private nonprofit hybrids are well-advised to apply nonprofit governance best practices to the fullest extent possible within the constraints of the statutory and political framework that governs the organization. They must be guided both by state-imposed mandates and by nonprofit best practices.

Nonprofit governance best practices include building an effective independent board and empowering strong executive leadership. Best practices also include following procedures and practices to ensure that goals and objectives are clearly understood and articulated, and that potential conflicts of interest are avoided. The “*Principles for Good Governance and Ethical Practice*” prepared by the Panel on the Nonprofit Sector, stress the importance of having a governing body “that is responsible for reviewing and approving the organization’s mission and strategic direction, annual budget and key financial transactions, compensation practices and policies, and fiscal and governance policies.”³²

Board composition is crucial to effective governance. An “expertised” board is one composed of people who have particular skills or expertise needed for the board to achieve its mission. In contrast, a “constituency” board is composed of people who represent the view of a particular constituency, such as an interest group or a state legislature. In quasi-governmental organizations, there may be a dual need for an expertised and a constituency board. Board composition in quasi-governmental organizations may be determined to a greater or lesser degree by the organizations’ own governing documents or imposed on the organization by applicable

regulatory or statutory requirements. When restrictions on board composition run counter to perceived needs, amendments to an organization's core organizational structure may be warranted. In the case of state-chartered organizations, this may require changes to the entity's organizing statute.

The "strong executive" form of governance is one in which the executive is empowered by the organization's board to make fundamental decisions about the organization's direction. This allows for quick execution of policy, a high degree of accountability through the executive, and the ability to quickly remove the executive if something goes wrong. While the "strong executive" has limited application within the traditional state government hierarchy, it does have relevance in the governance of quasi-governmental organizations where the executive is accountable to an oversight board.

In evaluating the programmatic effectiveness of quasi-governmental organizations, three important inter-related considerations are consolidation, partnerships, and public involvement. These three considerations provide a framework through which to evaluate the effectiveness of the organizational structure.

Consolidation entails aligning state programs by function to create efficiencies and to improve the delivery and quality of governmental services. Consolidation can also lead to improved accountability between state agencies and with the executive branch. Consolidation is generally internal in scope although certain administrative functions may be consolidated by transferring them to one central agency to achieve economies of scale and avoid duplication.

Partnerships involve collaborations between state agencies and with non-state partners including federal and local governments, nonprofits, and other organizations. Partnership with

state agencies can enhance consolidation efforts, while partnerships with non-state organizations can lead to increased public involvement.

Public Involvement involves transferring authority for identifying key indicators of community well-being away from state bureaucracy and to local communities and stakeholders. This normally takes the form of encouraging community involvement in agency decision-making. Public Involvement requires strong partnerships, an environment of trust, a shared vision, clear goals and sufficient resources, a consensus on responsibilities, and strong political and bureaucratic leadership. Public involvement forces state agencies to focus on providing quality services. Effective consolidation and partnership efforts further successful public involvement.

Conclusion

The organization of state historical functions can be analyzed in a variety of ways, including the degree to which they are consolidated within a single organization and in terms of their governance structure. The governance and organizational best practices articulated above provide a framework within which to critique governance and organizational structures. This framework can also be used to evaluate the degree to which specific action items and programmatic proposals may have an impact on governance and organizational best practices on an ongoing basis.

Hybrid organizations need to accomplish a balancing act, weighing a principled board against a strong administrator, and to work effectively with affiliates and with other state entities. Armed with a better understanding of their hybrid governance structure, state historical organizations can apply these principals to adapt to changing funding realities and improve their effectiveness in delivering on their public history mission.

¹ “State historical agencies are a diverse group of institutions. While each have (sic) the collection and interpretation of their respective state’s history as central to their mission, they go about it differently.” Bryan, Charles F., “In State Historical Agencies, Museums, and Societies: A Constant State of Change” in *Public History: Essays from the Field*, James B. Gardner and Peter S. LaPaglia, Editors (Malabar, FL: Krieger, 1999), 331.

² In 1813 citizens of Philadelphia petitioned the state legislature to save Independence Hall from destruction, arguing it was “hallowed...by many strong and impressive recollections.” Benjamin Franklin and later his son Samuel collected and reprinted many colonial era documents of historical interest. Brook, David Louis Sterrett, *A Gift of Lasting Heritage: A History of the North Carolina Society of the Preservation of Antiquities 1939-1974* (Raleigh, NC: North Carolina Department of Cultural Resources, 1997), 1.

³ The Historical Society of Pennsylvania was founded in 1824 and began collecting and publishing what later became known as the *Pennsylvania Archives*. Nichols, Roy F., *The Pennsylvania Historical and Museum Commission: A History* (Harrisburg, PA: Pennsylvania Historical and Museum Commission, 1967), 4.

⁴ Mount Vernon was saved from deterioration and possible demolition for a hotel through the efforts of a national organization of socially prominent women in 1858. Brook, “*A Gift of Lasting Heritage*,” 1.

⁵ The Wisconsin Historical Society was founded in 1846, two years before Wisconsin became a state. The Minnesota Historical Society was created by an act of the Territorial legislature in 1849, nine years before statehood.

⁶ The first historical society in the West was established in Montana in 1865 and became a state agency in 1891.

⁷ *Ibid.*, 2-3.

⁸ The first of these state-run public history organizations, the Alabama Historical Commission, was formed in 1898.

⁹ For an analysis of friends groups and their effectiveness, see Walter G. Lehmann, “Fund Raising through Friends Groups”, unpublished, 2009.

¹⁰ Bryan, “State Historical Agencies”, 331.

¹¹ *Id.*

¹² J. Kevin Graffagnino, “Legislative Preservation/History Consolidation Committee” memorandum dated August 2004, summarizing findings from a survey titled “Profile of Change: Survey of America’s State History Organizations” conducted in 2004. While this memorandum was prepared as part of a discussion about whether to consolidate Vermont’s separate state-funded heritage entities into a single organization, it provides a useful snapshot of the organizational structure in all fifty states.

¹³ The 21 “consolidated” states identified by Graffagnino are: Arkansas, Colorado, Connecticut, Idaho, Iowa, Kansas, Michigan, Minnesota, Mississippi, Montana, Nebraska, Nevada, North Carolina, North Dakota, Ohio, Oklahoma, Pennsylvania, South Dakota, Utah, Wisconsin, and West Virginia.

¹⁴ States identified by Graffagnino as being “substantially consolidated” are: Alaska, Arizona, Delaware, Florida, Illinois, Kentucky, Massachusetts, New Mexico, South Carolina, and Wyoming.

¹⁵ The four “unconsolidated” states identified by Graffagnino are: Alabama, Hawaii, Louisiana, and Tennessee.

¹⁶ Vermont and Washington.

¹⁷ California, Georgia, Indiana, Maine, Maryland, Missouri, New Hampshire, New Jersey, New York, Oregon, Rhode Island, Texas, and Virginia.

¹⁸ The states identified by Graffagnino with small (1-9 full time employees) that receive no state funding are: Alabama, Alaska, California, Hawaii, Illinois, Louisiana, New Mexico, Tennessee, West Virginia, and Wyoming.

¹⁹ Arkansas, Illinois, Kentucky, Michigan, Mississippi, Oklahoma, Rhode Island, South Carolina, and West Virginia.

²⁰ Alaska, Arizona, California, Colorado, Connecticut, Delaware, Florida, Georgia, Hawaii, Idaho, Indiana, Iowa, Louisiana, Maryland, Massachusetts, Missouri, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, Oregon, South Dakota, Utah, Vermont, Virginia, Washington, and Wyoming.

²¹ Alaska, Arizona, California, Georgia, Hawaii, Indiana, Maine, Missouri, New Jersey, New York, Oregon, Tennessee, and Virginia.

²² Connecticut, Iowa, Louisiana, New Mexico, Nevada, North Carolina, Michigan, Mississippi, and New Hampshire.

²³ Delaware, Florida, and Massachusetts.

²⁴ Utah, and Washington.

²⁵ Colorado is under the Department of Higher Education, while in Illinois, historical functions are under the Board of Education.

²⁶ Alabama, Maine, Pennsylvania, Tennessee, and Texas. Pennsylvania's independent commission structure, which grants broad authority while asserting substantial administrative and fiscal oversight, makes it unique among state historical commissions. The Massachusetts Historical Commission is a subdivision of the Department of State – its functions are limited to serving as a review board for state and federal preservation programs. The Michigan Historical Commission functions as an advisory group and approves historical markers.

²⁷ Kansas, Montana, Nebraska, North Dakota, and Wisconsin.

²⁸ Alabama, Arkansas, Colorado, Connecticut, Idaho, Illinois, Iowa, Kansas, Kentucky, Louisiana, Maine, Massachusetts, Michigan, Minnesota, Mississippi, Montana, Nebraska, New Hampshire, New Mexico, Nevada, North Carolina, North Dakota, Ohio, Oklahoma, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, and Wisconsin.

²⁹ Alaska, Arizona, California, Georgia, Hawaii, Indiana, Missouri, New York, Oregon, and Wyoming.

³⁰ Similar tensions are often experienced by affiliated “friends” groups which are organized for the primary purpose of supporting state or “quasi-governmental” organizations. These groups face conflicts between loyalty to their own organization and to the organization they were formed to support. The potential for conflicts of interest between these organizations is often exacerbated by the interconnected relationships between board members and respective employees. Ultimately, as tax exempt organizations, these groups must comply with federal and state charities laws, and as non-profits, with the fiduciary obligations and best practices of non-profit organizations. At times, these requirements may conflict with those regulating their affiliated state organization.

³¹ Of these types of public trust organizations, perhaps the Smithsonian Institution is the best known. As the Smithsonian recently learned, ambiguities in board obligations can result in lax oversight and a lack of leadership. See Smithsonian Institution, “Report of the Governance Committee to the Board of Regents” dated June 14, 2007.

³² Panel on the Nonprofit Sector, “Principals for Good Governance and Ethical Practice: a Guide for Charities and Foundations”, October 2007, 13.

Walter G. Lehmann has a Masters in Museum Studies from George Washington University and is Managing Partner of the law firm Lehmann Strobel PLC (www.lehmannstrobel.com) where he advises clients on the management of their creative and cultural assets. He can be reached at walt@lehmannstrobel.com.
