

# WoodmereArtMuseum

TELLING THE STORY OF PHILADELPHIA'S ART AND ARTISTS

## **CODE OF ETHICS**

Updates approved: January 23, 2023

This document is intended to promote awareness of certain ethical issues that relate to conduct and management in the museum setting. Matters discussed herein are intended to provide context for the work that is done at Woodmere Art Museum. Volunteers and employees should abide by principles that will promote integrity in governance and public trust in the Museum. The statements presented represent the consensus of the museum profession as promulgated by the American Alliance of Museums.

The following code is not intended to be all-inclusive, but rather focuses on critical areas of concern. It should provide, however, a backdrop for all conduct that involves the life of the Museum. Above all, Woodmere personnel and volunteers are ethically obligated to ensure that the principles of this code are not violated on their behalf by the acts of others, and to ensure, to the extent possible, that the acts of others do not place employees or Woodmere Art Museum in a position of compromise or embarrassment.

## **DIVERSITY, EQUITY, AND INCLUSION**

Woodmere values and celebrates the unique attributes that make each member of its community an individual. Our strength lies in the DIVERSITY of life experiences that contribute to all Museum activities. Woodmere seeks to create diversity of participation in public-facing programs, such as exhibitions and education programs, as well as in operations and policy-driven matters.

From our diversity, Woodmere seeks to create a culture of INCLUSION, actively breaking

down barriers and cultivating the participation of diverse voices. Inclusion drives the excellence of all outcomes. Woodmere recognizes that some individuals face barriers and others are advantaged. Woodmere embraces the principle of EQUITY and seeks to correct the historic inequities that exist in society and are embedded in the Museum, as in all institutions.

Woodmere is committed to ACCESSIBILITY in its admission policy: free to students, discounted for seniors, and free to all visitors on every Sunday. Woodmere strives to be an institution in which all members, partners, staff, trustees, and key stakeholders reflect and place value on core values pertaining to Diversity, Equity, and Inclusion.

## **EQUAL OPPORTUNITY**

Woodmere is committed to equal opportunity in employment. Woodmere shall not, in any manner, discriminate regardless of race, color, age, disability, national origin, citizenship, creed, religion, sexual orientation, gender identity or expression, matriculation, or veteran status, and any other status protected by law. Woodmere adheres to the Pennsylvania Human Relations Act and applicable federal laws.

## **MUSEUM GOVERNANCE AND TRUSTEES**

The Board of Trustees is the legal governing body of Woodmere Art Museum. Its members are stewards of the Museum's artistic, financial, and physical assets that are held in public trust. The Board is responsible for establishing the mission and policies of the Museum and is expected to be unconditionally loyal to the Museum and its defined purposes. The Board must promote among its members an understanding of the Museum's reason for being and must ensure that the Museum's mission statement is regularly reviewed.

Trustees are to be familiar with the basic operations of the Museum and with the performance expectations and standards espoused by the American Alliance of Museums.

Trustees should avoid acting in their individual capacities. That is, actions and initiatives should be made in concert, as a board or committee, or otherwise in conformance with the bylaws or applicable resolutions. Trustees shall work towards the overall good of Woodmere, and not act solely as an advocate for activities or subunits of the Museum. With the exception of information that is properly in the public domain, complete confidentiality concerning the business of the Museum is expected of each Trustee. As a matter of policy, Museum members

do have the right to examine, by appointment during business hours, the books of account and Board minutes.

The Board of Trustees holds the ultimate fiduciary responsibility for the Museum and for the protection and nurturing of its various assets, including the collections and related documentation, the physical premises, financial assets and the staff. It is obliged to develop and define the purposes and related policies of the institution, and to ensure that all of the Museum's assets are properly and effectively used for public purposes. The Board of Trustees should provide adequate financial protection for all Woodmere officials including themselves, staff and volunteers so that no one will incur inequitable financial sacrifice or legal liabilities arising from the performance of duties for the Museum.

A critical responsibility of the Board derives from its relationship to the Museum's director, Woodmere's chief executive. The selection of the director and oversight of their activities are primary Board responsibilities which cannot be delegated and must be diligently and thoughtfully fulfilled.

In carrying out the duty to the collections, a policy must be developed, adopted and maintained governing the use of the collections, including acquisitions, loans and the disposal of objects. The Board of Trustees must ensure that Woodmere's management understands and respects restrictions, conditions and all other circumstances with regard to gifts and loans.

## **CONFLICT OF INTEREST**

Woodmere Trustees must endeavor to conduct all of their activities, including those relating to persons closely associated with them and to business or other organizations, in such a way that no conflict will arise between the other interests and the policies, operations or interests of the Museum. The appearance of such conflicts should also be avoided.

Although business with a trustee should not be encouraged, if it is in the best interest of the Museum to purchase goods or services from a member of the Board of Trustees it must be approved by the Board or the executive committee. The Trustee shall abstain from voting and participating in the deliberations leading to the vote on entering into or retaining such a relationship. The committee of the Board charged with oversight of the goods or services involved shall have the responsibility of regularly reviewing the relationship. The executive committee of the Board shall have this responsibility if there is no other obvious committee to

act. The Secretary of the Board shall annually send to the Trustees, who shall complete, a duality of interest form disclosing all conflict relationships with the Museum. This information shall be made part of the minutes of the Board of Trustees.

No Trustee, officer or director, close friend, or individual who might act for a Trustee may compete with the Museum for any works of art or acquire works of art that have been deaccessioned from the Museum (even at public auction). They also may not exhibit or sell at the Museum except at membership or open exhibitions.

Whenever a matter arises for action by the Board, or when Woodmere Art Museum engages in an activity where there is a possible conflict or the appearance of conflict between the interests of Woodmere and an outside or personal interest of a Trustee or that of a person close to them, the outside interest of the Trustee should be made a matter of record. In those cases, where the Trustee is present when a vote is taken in connection with such a question, the Trustee should abstain. In some circumstances the Trustee should avoid discussing any planned actions, formally or informally, from which they might appear to benefit. Sometimes neither disclosure nor abstention is sufficient, and the only appropriate solution is resignation.

## **THE TRUSTEE-DIRECTOR RELATIONSHIP**

Woodmere Trustees have the responsibility to appoint the director, who is their chief executive officer. This responsibility shall be exercised by the full Board and shall not be delegated to an executive body, committee, group, or individual. The relationship between the director and Board must reflect the primacy of institutional goals over all personal or interpersonal considerations. The director should attend all Board meetings and important committee meetings except executive sessions that concern them.

Furthermore, the Trustees have the obligation to define the rights, powers and duties of the executive director. Trustees should work with the director in all administrative matters, and deal with them openly and with candor. Trustees should avoid giving directions to, acting on behalf of, communicating directly with, or soliciting administrative information from staff personnel, unless such actions are in accord with established procedure or the director is apprised. Staff members should communicate with Trustees through the director or with the director's knowledge. A procedure, however, should be provided to allow staff personnel, when necessary and appropriate, to bring grievances directly to the Trustees.

The executive director has an obligation to provide the Trustees with current and complete financial information in comprehensive form; to bring before the Board matters involving policy questions not already determined; and to keep them informed on a timely basis about all other significant or substantial matters, or intended actions affecting the Museum.

The executive director must carry out the policies established by the Board and adhere to the budget approved by the Board. Whenever it is necessary to deviate from established policies or to alter or exceed budget guidelines, the director should notify the Board in advance and request appropriate approval.

## **THE STAFF**

The staff must perform their responsibilities and conduct their behavior with the understanding that Woodmere Art Museum is a public service-oriented institution. They perform their duties for the benefit of the public and preserve and protect the Museum's collections and facilities for the benefit of the public. Museum employees will be courteous to visitors and guests even in the event of personal inconvenience.

Loyalty to the Museum and its mission must be unconditional. Furthermore, employees must realize that their actions and behavior reflect on the institution as a whole and that their activities away from the Museum may be perceived as not being completely independent of the Museum. They must be alert to the way in which their conduct may be construed by outside observers. They shall not bring discredit or embarrassment to Woodmere Art Museum or to the museum profession in any activity, Museum related or not.

Staff are expected to be aware of the policies of the Museum, in particular those that relate to their specific areas of operation and to those outlined in the Museum's personnel handbook.

## **STAFF CONFLICT OF INTEREST**

Museum employees shall not abuse their official positions or their contacts within the museum community. No staff member may compete with the Museum for any work of art or acquire works of art from the Museum other than at public sale with full disclosure. No staff member shall use in their home or for any other personal purpose any item from Woodmere's permanent or loaned collections.

Staff members shall not compete with Woodmere in the acquisition of their own private collections of art. The Museum must have the right to acquire any object purchased or collected by any staff member at the price paid by the employee. Museum staff must inform the director about the personal acquisition of art that is in conflict with the collecting priorities of the Museum. The director of the Museum shall inform the President of the Board of Trustees concerning their collecting activities.

Staff members must be cautious in referring members of the public to outside contractors, such as appraisers, conservators, or framers. Whenever possible, multiple sources should be given so that no appearance of personal favoritism is apparent.

Whenever a matter arises that could be perceived as a conflict between the interests of Woodmere and an outside or personal interest of an employee or an employee's family, the employee should bring the matter to the attention of the Museum director.

Information about the administration of the Museum that a staff member acquires during their employment, and that is not generally known or available to the public, should be treated as information proprietary to Woodmere. Such information should not be used for personal advantage or other purposes detrimental to the Museum.

## **OUTSIDE EMPLOYMENT AND CONSULTING**

Outside employment, consulting, teaching, lecturing, writing and other creative activities may be undertaken by Museum staff only if such activities are done on their own time outside of regular Museum working hours and if such activities do not lessen the employee's ability to perform their duties and responsibilities for Woodmere Art Museum.

Staff members who are creatives/artists or pursue similar outside interests must perform these activities in such a way that their status with Woodmere is not compromised and the Museum not embarrassed. It must be recognized that the exhibition of art in the Museum can enhance its value, and the Museum should display materials created by staff members only under circumstances in which objectivity in their selection can be clearly demonstrated.

## **GIFTS, FAVORS, DISCOUNTS AND DISPENSATIONS**

Woodmere employees and others in a close relationship to them must not accept gifts, favors, loans, or other dispensations or things of more than trifling value that are available to them in connection with their duties for the Museum. Gifts include discounts on personal purchases from suppliers who sell items or furnish services to Woodmere, except where such discounts regularly are offered to the public. Gifts also can include offers of outside employment or other advantageous arrangements for the Museum employee or another person or entity. Salaries, together with related benefits should be considered complete remuneration for all Woodmere-related activities.

## **COLLECTIONS MANAGEMENT**

The Museum's obligation to the care and preservation of the permanent collection is fundamental. Woodmere has the ethical duty to ensure that its collections are available to future generations. The Board of Trustees is responsible for seeing that the collections are maintained in a professional manner and that they are physically accessible. It must ensure, as well, that the important records of the objects in the collection are kept in an orderly and retrievable form. The Board must issue and enforce a comprehensive collection management policy which sets down the criteria for acquiring, deaccessioning, borrowing, lending, conserving, documenting, exhibiting, interpreting, and protecting the collection.

## **ACQUISITION AND DISPOSAL**

Art acquired by Woodmere Art Museum shall be consistent with the mission to interpret and offer experiences with the development of the arts of the Philadelphia region.

The acquisition, disposal and lending of art works will occur according to principles established by Woodmere's accreditation by the American Alliance of Museums (AAM) and as described by the Association of Art Museum Directors (AAMD). Acquisitions and deaccessions must be approved by the board and must first be recommended by the Collections Management Committee at the recommendation of the director & collections staff. Disposal of accessioned art works through sale or trade or through research activities is solely for the advancement of the Museum's mission. Unless otherwise stipulated in writing by the donor at the time of a gift, all proceeds from the sale of any work of art owned by the Woodmere Art Museum, whether accessioned or not, shall be dedicated to the acquisition and/or direct care of other works of art in the permanent collection through the Museum's art acquisition fund.

Woodmere adheres to the American Alliance of Museums definition of “direct care” as outlined on page seven of the 2019 white paper “Direct Care of Collections Ethics, Guidelines and Recommendations”. Funds from the sale of deaccessioned artworks may be used for direct care of the existing collection, in that they may be used to “invest in the existing collections by enhancing their life, usefulness or quality and thereby ensuring they will continue to benefit the public”.

When disposing of an object, the Museum must determine that it has the legal right to do so. When mandatory restrictions accompany the acquisition, they must be observed unless it can be clearly shown that adherence to such restrictions is impossible or substantially detrimental to the institution. A museum can only be relieved from such restrictions by an appropriate legal procedure. When precatory statements accompany the acquisition, they must be carefully considered, and consultation with the donor or heirs should be attempted.

In cases of donated objects, though there is no obligation to do so, as a courtesy, the Curator(s) or Director shall make a reasonable effort to contact the donor or the donor’s heir(s) to explain the reasons for an object’s removal; deaccessioned works may not be returned to the donor or their heirs.

While the Board of Trustees bears final responsibility for the collection including both the acquisition and disposal process, the curatorial and administrative staff are best qualified to assess the pertinence of an object to the collection or the Museum’s programs. Only for clear and compelling reasons should an object be disposed of against the advice of the Museum’s professional staff.

## **APPRAISALS**

Museum staff and Trustees may not issue appraisals for works of art that are being offered as gifts to the Museum. The donor of an art object to the Museum must secure their own appraisal at their own expense. Woodmere must avoid any action that might appear to be an effort to assist the donor in securing an improper income tax deduction. When recommending appraisers, Woodmere staff shall provide the contact information for a minimum of three certified appraisers to donors.

## **COMMERCIAL USE**



In arranging for the production and sale of replicas, reproductions or other commercial items adapted from an item in Woodmere's collection, all aspects of the commercial venture must be carried out in a manner that will not discredit either the integrity of Woodmere or the intrinsic value of art.

## **ACCESSIBILITY**

The Museum should make every effort to make the collections accessible to the public on a non-discriminatory basis. It must keep in mind, however, that its primary responsibility is the safeguarding of the art and therefore access must be regulated. Access to the collections by scholars and students is encouraged.

## **TRUTH IN PRESENTATION**

Intellectual honesty and objectivity in the presentation of art is an institutional obligation. The interpretation or attribution of the work must reflect the thorough and honest investigation of the staff.

The research and preparation of an exhibition may lead to the development of a point of view or interpretive sense of the material. The curator must clearly understand the point where sound professional judgment ends and personal bias begins. They must be confident that the resultant presentation is the product of objective judgment and does not perpetuate myths or stereotypes.

## **MUSEUM MANAGEMENT POLICY**

### **Professionalism**

Woodmere staff have been engaged because of their special knowledge or ability in some aspect of museum activity. Members of the Museum's administration and governing body must respect the professional expertise of the staff. Museum governance must be structured so that the resolution of issues involving professional matters incorporates opinions and professional judgments of relevant members of the Museum staff.

Responsibility for the final decisions will typically rest with the Museum administration and all employees are expected to support these decisions. No staff member, however, can be required

to reverse, alter or suppress their professional judgment in order to conform to a management decision.

Collectively, the staff professionals are most familiar with Woodmere, its assets and its constituency. As such they should be heard by Museum management and governance on matters affecting the general long-term direction of the institution.

## **VOLUNTEERS**

Museums in America could not exist without the contributions and personal involvement of devoted volunteers. Paid staff should be supportive of volunteers, receive them as fellow workers, and willingly provide appropriate training and opportunity for their intellectual enrichment.

Access to the Museum's inner activities is a privilege, and the lack of material compensation for effort expended on behalf of Woodmere in no way frees the volunteer from adherence to the standards that apply to paid staff. The volunteer must work for the betterment of the Museum and not for personal gain other than the natural gratification and enrichment inherent in museum participation.

## **INTERPERSONAL RELATIONSHIPS**

The professional museum worker always must be dedicated to the high standards and discipline of their profession. Professionals must remain mindful that they are employees as well as independent experts. While they must strive for professional excellence in their own specialty, they must simultaneously relate productively to their colleagues, associates and fellow employees. The wisdom and experience of a professional can be lost to the institution if they are not made to act constructively within the total context of the museum.

## **INSTITUTIONAL COOPERATION**

If museums intend to contribute to the preservation of humanity's cultural and scientific heritage and the increase of knowledge, each should respond to any opportunity for cooperative action with a similar organization to further these goals. Woodmere should welcome such cooperative action even if the short-term advantages are few and it will not significantly increase its own holdings or enhance its image.

## **POLITICAL ACTION**

It is prohibited for museums covered by Section 501(c)(3) of the United States tax code (as Woodmere is) to engage in political campaign related activities. The tax code contains an absolute ban on interfering in elections in such a way as to encourage the victory or defeat of particular candidates or particular kinds of candidates. The law does not restrict personal actions, on one's own time and with one's own money, but the institution cannot be involved in any way nor can it be perceived to be involved. As a matter of policy, political gatherings and fundraisers are prohibited at Woodmere Art Museum.