M E M O R A N D U M

To: Oliver Strimpel

From: James S. Davis

Date: October 17, 1990

Re: By-Laws Amendment

        You may remember that at the last Executive Committee
meeting we agreed that the by-laws permitted the designation
of additional board members at any meeting.   We also
mentioned that we did not want to have terms of office
expiring at various times throughout the year, four years
after new members were named at interim meetings; and that
we would amend the by-laws accordingly so that the terms of
these additional members would not be for four full calendar
years, but would expire at the fourth annual meeting
following their appointment.

        Accordingly, I propose an amendment to the by-laws
along the following lines to add this terminology at the end
of Section 2 of Article III:

        "Notwithstanding any provision of this Section 2
        which provides that the term of office of each
        Director shall be four years, the term of office
        for each Director who is elected at any meeting
        other than the annual meeting of the Board of
        Directors shall expire at the fourth annual
        meeting of the Board of Directors following the
        election of such Director."

        Technically, it is the Members of the Museum
Corporation who have the authority to amend the by-laws.
Therefore, we will need a brief meeting of the Board sitting
as Members to enact this amendment. When I send out the
usual notice from the Clerk regarding the November 1
meeting, I also need to send notice of the proposed
amendment with a statement that the directors will sit
briefly as Members for the purpose of considering this
amendment. You, as Executive Director, can call such a
special meeting of the Members and I will specify in the
notice to the Board that this has been done. I will plan to
send out this notice this Saturday, pending your comments.

                                J.S.D.

/ed

cc: Edward Schwartz
     Gardner Hendrie

-2-

Section 2 IDENTITY AND TERM OF OFFICE.   The Members shall be those persons serving from time to time as Directors, and the number of Members shall at all times be the same as the number of persons serving as Directors.   Election as a Director shall be election to membership and when a person ceases to be a Director, he shall thereupon cease to be a Member.

ARTICLE III

BOARD OF DIRECTORS

Section 1 POWERS.   The general management of the affairs of the Corporation shall be vested in a Board of not less than seven Directors.

Section 2 ELECTION, TERM OF OFFICE, AND VACANCIES. The first Board of Directors shall be those persons listed as Directors in the Articles of Organization. The term of office of the first Board of Directors shall terminate when a new Board of Directors has been elected at the first annual meeting of Members and the Directors then elected have accepted. The term of office for each Director (other than the term of the first Board of Directors) shall be four years, except that the Board of Directors elected at the first annual meeting shall be elected to staggering terms of two, three and four years so that, as nearly as possible, one quarter of the Directors shall be elected each year commencing two years after the first annual meeting.   The Members may elect

-3-

additional Directors as well as new Directors to fill any vacancies at any meeting. Any person may be re-elected to successive terms as a Director, without limitation. ∧ *Insert*

Section 3 RESIGNATION. Any Director may resign at any time by giving written notice of such resignation to the Clerk. Such resignation shall be effective upon receipt by the clerk.

Section 4 REMOVAL. A Director may be removed or suspended with or without cause by an affirmative vote of a majority of the Members present at a special meeting called for that purpose.

Section 5 DELEGATION. The Board of Directors may delegate such of their powers as they consider advisable, except those powers which by law, the Articles of Organization, or these Bylaws may not be so delegated, to any officer or agent of the Corporation or to such committees as the Board of Directors may from time to time establish.

Section 6 CHAIRMAN. At each annual meeting the Members shall elect a Chairman who shall preside over all meetings of the Members and of the Board of Directors and who shall have such other powers and duties as shall be specified by law or by these Bylaws. The Chairman shall serve for the term specified by the Members at the time of his election, provided that the term so specified shall not extend beyond his term as a Director.

-4-

ARTICLE IV

MEETINGS

Section 1 ANNUAL MEETING. The Annual meeting of the Members of the Corporation shall be at such place and time as the Board of Directors may determine, and shall, unless otherwise determined, be the first Friday in May.

Section 2 MEETING OF THE BOARD OF DIRECTORS. The Board of Directors shall meet annually immediately following the annual meeting of Members. Regular meetings of the Board of Directors shall be at such place and time as the Board of Directors may from time to time determine. Special meetings of the Members or Board of Directors may be called by any four Directors, by the Chairman, or by the Executive Director.

Section 3 NOTICE. Ten days notice shall be given of all meetings of Members or of the Board of Directors, stating the date, purpose, time and place of such meeting.

Section 4 QUORUM AND VOTING. A Majority of Members, or of Directors, as the case may be, shall constitute a quorum at all meetings, including annual meetings and special meetings called for any purpose. When a quorum is present, voting at any meeting shall be by majority vote of those present except as required by law, the Articles of Organization or these Bylaws.

ARTICLE XIII

AMENDMENTS

These Bylaws may be amended by a majority vote of the members present and voting at any meeting, provided that notice describing the proposed amendment has been given in writing with the notice of the meeting.

ARTICLE XIV

INTERPRETATION

Any reference in these Bylaws to any gender or number shall not, unless the context otherwise requires, affect the construction hereof and the same shall be interchangeable with any other gender or number, as the case may be.
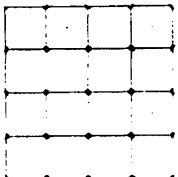
MEETING OF THE COMPUTER MUSEUM BOARD OF DIRECTORS
JUNE 22, 1990
8:30 A.M. - 1:30 p.m.

8:30   **Informal viewing of media coverage**

8:45   **Call to order of Annual Meeting of Members of the Corporation**
             Election of New Members of the Board (Sitkin)

9:00   **Call to Order of Reconvened Meeting**
             Committees of the Board (Hendrie)

9:05   **FY90 Review and FY91 Goals (Strimpel)**

9:30   **FY91 Budget Discussion (Pettinella/McKenney)**

9:45   **Computer Bowl 1991 (Bell)**

9:55   **Exhibit Planning Timeline (Strimpel)**

10:10   **Milestones of a Revolution Project**
             overview and exhibit techniques (Greg Welch, developer)
             educational impact (Jane Manzelli, Brookline Public
                Schools)
             an international perspective (Professor Brian Randell)

10:50   **Short Break**

11:00   **Capital Campaign**
             background (Hendrie)
             planning study (Del Sesto)
             a Board member's perspective (Kapor)
             discussion

11:45   **Reality on Wheels**
             project outline (Strimpel)
             significance and implications (Kapor)

12:00   **Lunch**

            Meeting adjourns

Hal Shear - Chair Annual Fund

Close to doubling last year's total for annual fund. Currently at $84,000 w/ cash + pledges.

Laura Morse Chair Corp. Membership Committee

Have exceeded last year's total by roughly 25%. Currently at $160K

Larry Brewster chair Individual Membership

They have recommended w/ the staff that the committee by dissolved as a fund raising committee and its members instead focus on the marketing aspects + needs of individual membership which organizationally will now come under marketing jurisdiction.

The
Computer
Museum

300 Congress Street
· Boston, MA 02210

(617) 426-2800

COMMITTEES FY91

Executive Committee

Ed Schwartz (chair)
Gwen Bell
Lynda Bodman
Larry Brewster
Richard Case
Jim Davis
Gardner Hendrie
Jim McKenney
Nick Pettinella
~~Bill Roberts~~
Dick Ruopp

Finance Committee

Jim McKenney (chair)
David Kaplan
Nick Pettinella
Richard Stewart

Nominating Committee

Irwin Sitkin (chair)
Gwen Bell
Lynda Bodman
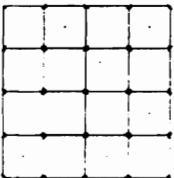Naomi Seligman

Collections Committee

Gwen Bell (chair)

Marketing Committee

Lynda Bodman (chair)

Development Committees

Annual fund (chair Hal Shear)
Corporate Membership (chair Laura Morse)

The Computer Museum
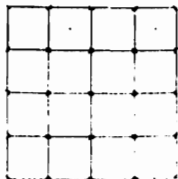## Annual Meeting Elections

Board members (1994)

Gardner Hendrie (re-election)
Charles House
David Kaplan
Fritz Landman
Nicholas Pettinella (re-election)
James Sutter
Richard Ruopp
Grant Saviers
Michael Simmons

Trustees

William Foster
Arthur Humphries
Russell Noftsker
William Spencer

Officers

Gardner C. Hendrie, Chairman of the Board
Oliver B. R. Strimpel, Executive Director
Gwen K. Bell, Founding President
Nicholas A. Pettinella, Treasurer
James S. Davis, Clerk

Thank chairs of & other dev, committees

1st June 28th 8:30

2nd June 21st 8:30

M E M O R A N D U M

To: Oliver Strimpel

From: James S. Davis

Date: June 18, 1990

Re: June 22 Meeting

    Gardner should call to order the meeting of the members
of the corporation and should ask the clerk if there is a
quorem.

    I assume the chairman of the nominating committee will
then present the slate of proposed new members and trustees.

    After any discussion, Gardner should ask for a motion
to elect the directors and trustees as nominated and should
ask if there is a second to the motion. He will ask all
those in favor of the motion to signify by raising their
hands.

    There should then be a vote to elect the chairman of
the board for the next year (Gardner, I assume). He will
ask for a motion and a second and will ask those in favor to
raise their hands.

    He will then ask for a motion to adjourn the meeting of
the members, a second, and a vote.

    He will then call to order the meeting of the Board of
Directors. At some point where you see fit, you should have
the following votes:

    1.   To establish the date and time of the next annual
meeting and to remind persons of the meetings in between
(Thursday, November 1, 1990 at Noon, and Friday, March 1,
1991 at 8:30 a.m. according to my notes). *plus June date*

    2.   To elect officers (executive director, founding
president, treasurer and clerk).

    3.   To elect the executive committee, including its
chairman.

nominating & finance

4.   To ratify past actions of the officers and executive committee:

"<u>VOTED</u>:   That the Board of Directors hereby ratifies, confirms, and approves all the acts of the Corporation, all acts of any officer taken on its behalf, and all acts of the Executive Committee prior to this meeting."
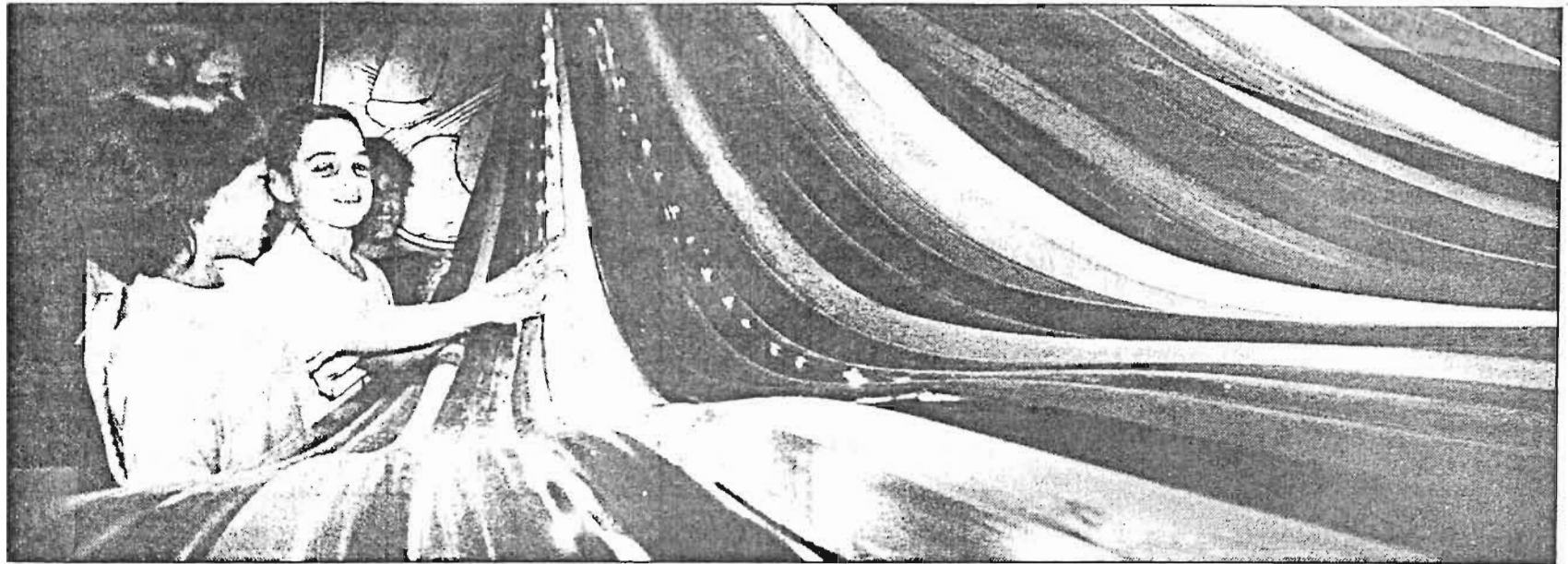
5.   To accept the minutes of the last Board meeting as previously circulated to the Board of Directors.

6.   After the discussion of the budget, there should be a vote to approve the budget as presented. (This vote sometimes gets modified as a result of the discussion, with some condition or understanding being attached to the vote.)

6.   And finally, at the end of the meeting, he should ask for a motion to adjourn, a second and a vote.

J.S.D.

/ed

Rakeo Sakan, Daniela Birrittella, Margaret Wright and Sasha Birrittella, front to back, feel the giant cables inside The Walk Through Computer at the Computer Museum. Wright is from Brookline, other girls are from Newton.

High-tech funds the ultimate computer course

The Walk-Through Computer, which opens tomorrow as the newest exhibit at Boston's Computer Museum, is a two-story working model of a personal computer. But at $1.2 million, this unique machine carries a pricetag more fitting a mainframe.

Indeed, the project would never have gotten off the ground without the financial backing of several computer companies and two charitable foundations with strong ties to high technology. "Without their support, it would not have happened," says Gail Jennes, a spokeswoman for the museum, whose annual operating budget is $1.5 million.

The principal sponsors were Mitchell Kapor's Kapor Family Foundation and the Alfred P. Sloan Foundation, which each gave $250,000. Digital Equipment Corp., whose president, Kenneth H. Olsen, started the Computer Museum, kicked in $150,000 plus another $100,000 in computer equipment. Other donors included Apple Computer Inc., American Telephone & Telegraph Co. and Intel Corp.

Their motivation? They say the exhibit, which allows visitors to roam through the innards of a personal computer, will help educate children and adults about computers and the way they work.

And people who understand how a computer works are more likely to feel comfortable using it, they say.

"It demystifies technology for the general public, which is earnestly needed," said Kapor, an early museum supporter. "When Oliver told me about it, I thought it was just the perfect project."

Oliver is Oliver Strimpel, the museum's executive director and the creator of the Walk-Through Computer. He says the exhibit caught the imagination of many in the computer industry, making it easier than usual to raise money.

LAWRENCE EDELMAN

Kids exhibit computer skill

Help design museum show

By CAROL KORT

Who says grown-ups never listen to children or take their advice seriously?

That's not true at the Computer Museum, where sophisticated adults turned to school-aged children for help in making their latest project visitor-friendly.

Today the public can see the results of their collaboration when the museum's new exhibit, The Walk-Through Computer, opens.

When the Computer Museum began planning the giant show — which features an enormous, 50-times-normal-size working model of a desktop computer — it had a bevy of computer-savvy consultants on hand to offer expert advice.

But the show's organizers wanted to be sure its primary audience — children — understood and liked the exhibit.

So last December, Natalie Rusk, the museum's education coordinator, asked students at two Boston-area schools to come up with a list of the five most interesting questions they thought people would like to have answered at the exhibit.

Exhibit developer Donald Morrison used the questions to draft the exhibit's initial script. Then Rusk took the script to Brookline's Edward Devotion School and asked 40 seventh-graders to read it over, noting what they liked and disliked.

Some of their comments were not exactly "user friendly" for staff who had worked on the text.

Morrison admitted it was tough for him when 13-year-olds called his copy "boring," or his titles "stupid," or his phrases "repetitious."

The students circled words they felt most seventh-graders (or their parents) would not understand. They put question marks by explanations they felt were unclear and stars by those they particularly liked.

They were frank and that was helpful, Morrison said. "As computer-knowledgeable adults, we swallowed our pride and made substantive changes in tone as a result of their comments."

The students, including a group from the Lincoln Park School in Somerville that had not previously studied computers, were also responsible for what was included in the exhibit.

THAT'S THE KEY: Netta Naor, left, and Natalie Rusk test the giant keyboard at the Computer Museum's new exhibit, The Walk-Through Computer. *Staff photo by Michael Fein*

It's more than just fun and games

For rainy summer days, there's nothing like a computer to keep children occupied. Although they probably would prefer spending hours playing Nintendo games with each other, there are more constructive alternatives. And they're fun!

● THE WALK-THROUGH COMPUTER, the only one of its kind in the world, opens today and will be a permanent exhibition at THE COMPUTER MUSEUM, 300 Congress St. (Museum Wharf), Boston, MA 02210. For further information, call (617) 426-6758. ("a talking computer will answer"). Open summer daily, 10 a.m.-6 p.m., Friday unil 9 p.m. Adults, $6; students and seniors, $5; children under 5 free. Half price Friday evenings. The Museum's Education Department has planned several special activities for children, including a "Parts Search," where children work as teams to find out where real computer components belong. Call 426-2800, ext. 345, for more information.

● THE MUSEUM OF SCIENCE COMPUTER DISCOVERY SPACE is one of the nation's largest free, public interactive computer centers for families. It offers summer courses and programs for kids and adults, including "Summer LEGO/-LOGO Fun (grades 4-12) and "First Byte: A course for parents and kids grades K-1." The learning has 20 participatory computer exhibits.

The Computer Discovery Space is located at the Museum of Science, Science Park, and is free of charge and open in the summer 7 days a week, 10 a.m.-4 p.m. It's located adjacent to the second floor of the Science Museum's garage. It's air-conditioned. For more information, call (617) 589-0303.

— CAROL KORT

One student, for example, wanted to know how what you type on a computer keyboard ends up on the screen. "It was a good question," said Rusk, "and one of the show's interactive learning stations grew directly out of answering it."

The project was a natural for curious kids, according to Jane Manzelli, curriculum coordinator for computer sciences in the Brookline schools.

"Children love working on com-

Kids byte into computer exhibit

puters and know a lot about them," she said, "but few know how they actually work." They liked the premise of the exhibit — to walk inside a computer to find out what makes it tick, she said.

Twelve-year-old Netta Naor agrees. "Going inside the computer is a great idea. The usual overload of signs and information at museums gets boring," she said. "The Walk-Through Computer makes learning a game."

Manzelli asked students from a computer class at Brookline High School what they would focus on if they were designing the show.

They suggested showing how a chip works and what the inside of one looks like, what a byte is and how data flows, and why a floppy disk is square.

The Walk-Through Computer provides the answers to these questions and many more.

Visitors will be able to use the enormous operational keyboard by pressing a one-foot-square key that plugs them into a program. They'll then be able to pick out one of 300 cities as a destination, and the computer will find and illustrate the shortest. driving route between the two points.

"When they walk onto the motherboard, they'll see a simulation of the program in every chip as the data flows in," said David Greshler, a media designer who created the World Traveler program used by The Walk-Through Computer.

To walk inside the guts of a gigantic computer, continued Oliver Strimpel, the Computer Museum's director, is to grasp technological information while being thoroughly entertained. That's why designers included flashing Tivoli lights, anima-

DISC IS THE WAY: Oliver Strimpel, the Computer Museum's director, at the The Walk-Through Computer exhibit.

tion, humor and viewports, where you can look into computer parts not just at them.

To further enhance the fun, Strimpel asked prize-winning illustrator and author David Macaulay to create 30 enormous informational panels that hang inside the giant computer and tell the inside story.

"We've found that people don't read in museums," said Strimpel. "They *look* in museums. So the text for the show was annotated only to enhance the fact-filled but appealing drawings."

Macaulay, whose book "The Way Things Work" was an earlier effort to decode the mysteries of machines, also illustrated the large introductory panels for the exhibition's Information Machine, which explain — through interactive devices — how computers handle different kinds of information.

"My goal for the show was to make the information clear and enlightening," said Macaulay. "The exhibit itself is so playful and whimsical, that I didn't need to put those elements into my drawings this time."

In some cases, Macaulay's drawings will link to computer animated viewports, explaining how the parts work.

"Because computers are so micro, small and mysterious, the bigness of The Walk-Through Computer will make these machines seem less strange, fragile and intimidating," said Macaulay. "I think viewers will let down their defenses and have fun playing on and in the computer."

For kids growing up in a high-tech society, computers are part of the natural landscape — not something to be feared. "Using computers makes them feel part of adult culture," said Hillel Weintraub, an educational consultant at Massachusetts Institute of Technology's Media Lab. "Kids aren't allowed to use dad's power saw but they can use his computer, sometimes better than he can."

In this show, Brookline's students further demonstrated their computer prowess by catching a mistake that had to do with decoding the binary code. "It's a good thing the adult experts came to us," said computer teacher Joanne Robinson with a laugh.

Diary

West Coast victors Stewart Alsop, Bill Gates, team captain John Doerr, Charles House and Lawrence Tesler.

Eastern players Bill Foster, Robert Frankston, team captain Patrick McGovern, Edward Fredkin and Russell Planitzer.

Judge Bill Poduska, Karen Johansen and husband Gardner Hendrie.

How the West Won, 300-290

Computer trivia was serious business during the second annual Computer Bowl, held in April at Boston's World Trade Center. More than 1,000 spectators in five locations watched the battle of East versus West, which raised $275,000 in cash plus $400,000 in goods and services for The Computer Museum in Boston.

Each team prepared for the event: The West Coast circulated 15 computer history books; the East Coast developed a matrix of possible questions. But all was in good fun—before *and* after the West Coast's victory. Next April the Bowl heads back West.

Consultant Elizabeth Hahn and Microsoft's Jonathan Lazarus.

Judge Bill Joy, Sun Microsystems vp, with host/moderator Mitch Kapor, ON Technology chairman.

Easterner Planitzer still looks happy with judge Poduska before his team's 300-290 defeat.

A scholarly Gates does some last-minute studying before the competition begins.

Memorandum

to: **The Computer Museum Board of Directors and Trustees**
from: Oliver Strimpel
re: Board meeting on June 22
date: 6/4/90

Please find attached the following materials relating to the upcoming Annual Meeting of The Computer Museum Board of Directors and Trustees:

• meeting agenda

• financial statement for the period July 1, 1989 - April 30, 1990

• budget for the fiscal year 1990/1

• chart of Museum staff

• listing of recent press coverage

I hope you will find the time to look at these materials before the meeting. In particular, the discussion of the FY91 budget at the meeting will assume some familiarity with the enclosed material.

I look forward to seeing you!

BOARD NOMINATION PROCESS

The Status for The Class of 1990:

      Gardner Hendrie - re-elect
      Nick Pettinella - re-elect
      Bill Spencer - elect as a Trustee - letter from Gardner
      Russell Noftsker - elect as a Trustee - letter from Gardner
      Arthur Humphries - elect as a Trustee - letter form Gardner

Resignation of Bill Foster from Board of Directors; letter from Gardner
      asking him if he wants to be a Trustee

The Class of 1994 - in place

      Charles House, Hewlett Packard, letter of invitation from Gardner;
           Milestones Committee

      David Kaplan, Price Waterhouse, letter of invitation from Gardner;
           Finance Committee

      James Sutter, Rockwell, letter of invitation from Gardner

      Richard Ruopp, TERC, awaiting a call by Oliver; Education Committee
           Chairman

      Grant Saviers, DEC, letter of invitation from Gardner

Issues Pending

      Ed Belove, Lotus, awaiting Gardner Hendrie

      Mel Bergstein, Computer Sciences Corp, awaiting McKenney and Bodman
           discussions

      Bob Henderson, Greylock, (or C. Waite), Bodman calling Henderson

      Fritz Landman, ComputerWorld, a letter of responsibilities for him to
           consider

      Roland Pampel, Bull, awaiting a luncheon date to be set by Del Sesto

      Michael Simmons, Bank of Boston, awaiting a luncheon in June,
           Bodman/Strimpel

Declines

      Owen Brown, Ca.

      Bob Higgins, Highland Capital, said "Not this year."

MEETING OF THE COMPUTER MUSEUM BOARD OF DIRECTORS

JUNE 22, 1990   8:30AM-1:30PM

AGENDA

Call to order of Annual Meeting of Members of the Corporation
    Election of new Members

Call to Order of reconvened meeting

The Year in Review (Strimpel)

FY91 Budget Discussion   (McKenney/Petinella)

Computer Bowl 1991 (Bell)

Capital Campaign
    background (Hendrie)
    planning study (Del Sesto)

Exhibit Planning Timeline (Strimpel)

Reality on Wheels
    travelling exhibit on virtual reality (Strimpel)

Milestones of a Revolution Exhibit
    overview and exhibit techniques (Greg Welch, developer)
    an international perspective (Professor Brian Randell)
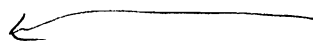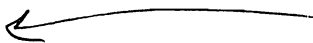   educational impact (Jane Manzelli, Brookline Public Schools)

LUNCH

Meeting ajourns

BOARD OF DIRECTORS

Board Meml	Class	Terms
Humphreys	89	85-89
Hendrie	90	86-90
Noftsker	90	86-90
Pettinella	90	86-90
Sltkin	90	86-90
Spenser	90	86-90
Donaldson	91	83-87;91
Sammet	91	83-87;91
Schwartz	91	83-87;91
McKenney	91	83-88;91
Bodman	91	87-91
Chapman	91	87-91
Foster	91	87-91
Gerrity	91	87-91
Hopper	91	87-91
→Morse	91	87-91
Nelson	91	87-91
Seligman	91	87-91
Severino	91	87-91
→Shear	91	87-91
Smart	91	87-91
Kapor	92	84-88;92
Poduska	92	84-88;92
Eklund	92	88-92
Fredkin	92	88-92
Greene	92	88-92
Johnson	92	88-92
Rotenberg	93	85-89;93
Lucky	93	85-89;93
Bell	93	89-93
→Brewster	93	89-93
Case	93	89-93
Papert	93	89-93
→Pell	93	89-93
Shafto	93	89-93
Skrzypczak	93	89-93

Executive Committee   Ed Schwartz (chairman)
                        Lynda Bodman   *next chairman?*
                    ← ⟨Jim Davis⟩
                        Gardner Hendrie
                    ← ⟨Nick Petinella⟩

                                                Brewster
                                                Morse

add   Gwen Bell
                        Tony Pell /*Shear*
                        Richard Ruopp *education*

drop   Dave Donaldson
                        Jim McKenney?
                        Bill Poduska?

Nominating Committee   Irwin Sitkin (chair)
                        Gwen Bell
                        Grant Saviers
add   Lynda Bodman - ~~make chair?~~
                        Dick Case — nominating comm.
drop   Naomi Seligman
                        Bill Spencer

Finance Committee   Jim McKenney (chair)
                        Nick Petinella
                        Dick Stewart

add   David Kaplan ✓

drop   Chris Wilson? ✓

Capital Working Group   Alan Abelow (McKinsey)
                        Gwen Bell
                        Dave Donaldson
                        Gardner Hendrie
                        Ted Johnson
                        Chris Morgan
                        Tony Pell

add   Jim McKenney

6/5/90