

MEMORANDUM OF UNDERSTANDING BETWEEN
MINISTRY OF CULTURE, GOVERNMENT OF INDIA,
AND
THE METROPOLITAN MUSEUM OF ART

This Memorandum of Understanding (“MOU”) is made and executed at New Delhi on this 27th day of June 2016, and shall remain in effect until December 31, 2021.

Between

The President of India, acting through Joint Secretary (Museums), Ministry of Culture, Government of India having its office at 3rd Floor, Shastri Bhawan, New Delhi (hereinafter referred to as “MOC” which expression hereof includes its successors, administrator and assigns) of the First PART.

AND

The Metropolitan Museum of Art, New York, acting through Thomas P. Campbell, Director and CEO.

The Metropolitan Museum of Art was established in 1870 by charter in the State of New York, Laws of 1870, Chapter 197, passed April 13, 1870 and amended L.1898, ch. 34; L. 1908, ch. 219. It is a 501(c)(3) non-profit organization established with the mission to collect, study, conserve, and present significant works of art across all times and cultures in order to connect people to creativity, knowledge, and ideas. It is governed by a board of trustees that oversees all aspects of its operations. The Metropolitan Museum of Art (hereinafter referred to as “MMA” which expression hereof includes its successors, administrator and assigns) of the Second PART.

To enhance cultural exchange between India and the United States of America, the MOC and the MMA express their mutual willingness to establish a long-term cooperative relationship and therefore agree to amend the Memorandum of Agreement executed by the parties on March 19, 2013 and reaffirm their intentions for cooperation as per the amended MOU for the period 2016-2021 as follows.

I

The MOC and the MMA agree to cooperate in the areas of conservation, exhibition, academic research, information sharing, public education, promotion and publicity, publications, museum management, and short and long-term loans. Such cooperation may take the form of exchange, training, and/or visits undertaken by museum professionals on both sides.

II

The MOC and the MMA agree to exchange certain publications (including books and periodicals) and other academic materials on an annual basis.

III

Details on cooperation and exchange programs as described in Articles I and II are to be worked out in specific agreements on the basis of this MOU. In particular, several initiatives are underway, planned or under discussion:

- i. Scholarly collaborations and loans between the MOC and the MMA for proposed exhibitions and installations.
- ii. Development of museum leadership exchange and training program.
- iii. Future collaborations on publications with the Archaeological Survey of India (ASI).
- iv. Continuation of the Indian Conservation Fellowship Pilot Program, which will be re-designated the Indian Conservation Fellowship Program.

IV

This amendment of the MOU extends the Indian Conservation Fellowship Pilot Program undertaken by the MOC in collaboration with the MMA and Stichting Restauratie Atelier Limburg (“SRAL”) in the Netherlands with support from The Andrew W. Mellon Foundation (the “Mellon Foundation”) until December 31, 2021. Under this amendment, the program will be henceforth known as the Indian Conservation Fellowship Program (the “Program”). The Program will include two (2) additional partners: the Royal Institute for Cultural Heritage, Brussels (“KIK-IRPA”), and the Freer Gallery of Art and Arthur M. Sackler Gallery, The Smithsonian Museums of Asian Art, Washington, DC (“FG”). The details of the Program are as given below.

1. The Indian Conservation Fellowship Program will aim to better prepare participants to care for collections at their home institutions and to establish a larger and stronger conservation community in India with international links to professionals in the field. A total of thirty-six (36) Fellowships of approximately three (3) to six (6) months each will be sponsored by MMA, SRAL, FG, KIK-IRPA, and the MOC from 2016 to 2021 (the “Fellowships”). Two-thirds (66.7%) of the cost of the Fellowships will be borne by the MMA, SRAL, FG, and KIK-IRPA (collectively referred to as the “Host Institutions”) with the support of grants from the Mellon Foundation, and one-third (33.3%) of the cost of the Fellowships will be borne by the MOC. Six (6) to eight (8) Fellows will be selected each year. Fellows will be awarded a stipend to cover housing and other living expenses, travel funds, health care coverage, visa expenses, and costs for residence permits. Fellows will also receive a small stipend to purchase tools and materials for use at their home institutions. Based on the number of Fellows accepted and the projected length of their Fellowships, on April 15 of each year, the MMA will invoice the MOC for one-third (33.3%) of the total Fellowship costs to be incurred for the following academic year (September–August) up to a maximum of \$61,000 annually. This invoice will be payable on or before June 1 of each year in U.S. dollars to the MMA, which will then transfer the requisite Fellowship funds to its partner Host Institutions. The phrase “Conservators” in this MOU denotes the people

working as conservators in the various institutions in India and the phrase “Museum Director” means the Director in charge of a participating Museum in India.

2. Seminars in India will be organized to allow Fellows to convey their experiences to a wider audience and will provide a forum for discussion of the Program and for the exchange of ideas on common conservation issues (the “Seminars”). Annual Seminars will be three (3) days in duration with the first two (2) days for presentations by current and past Fellows, general discussion sessions, and presentations or working sessions focused on conservation issues of general concern or related to the collection needs of the institution hosting the Seminar. The third day will be devoted to interviews of applicants for the next Fellowship year. International travel costs and expenses for conservators from the United States and Europe to attend the Seminars will be borne by the MMA and SRAL. At each Seminar, the MMA will host a dinner for the Directors of Indian museums and cultural institutions, and a dinner for the Fellows. The MOC will provide funding for past and current Fellows to attend the Seminars including, transportation, lodging and meals, as well as any space rental, equipment, technical support, general catering, printing, and any other expenses needed to conduct the Seminars. The MOC will also fund the interview travel expenses of twelve (12) Fellowship applicants each year (domestic airfare and local transportation, hotel, and per diem) to the Seminar site.
3. While not originally included in the pilot program, workshops conducted in India are an effective way to reach a broad audience. They allow for involvement of a greater number of Conservators than can be accommodated through the Fellowships, and also allow for participation by Museum Directors, curators, archaeologists, scientists, administrators, and other non-conservators with collections-care responsibilities who would not qualify for a Fellowship. Two types of workshops are recommended: (i) themed workshops focusing on collections care or related topics offered to the broader Indian conservation, museum, or cultural community; and (ii) pre-Fellowship orientation workshops offered to upcoming Fellows (together, the “Workshops”).

One (1) or two (2) themed Workshops of approximately one-week duration will take place each year in India. The Workshops will be planned by the MOC and Indian museums with assistance from the Host Institutions. International airfare, travel, meals, and lodging expenses for conservators from the Host Institutions and other outside speakers or instructors will be borne by the MMA and SRAL. All other expenses (including, space rental, equipment and technical support, general catering, and facilities costs) will be borne by the MOC.

4. The improvement of conservation capacity depends on a partnership between Conservators and Museum Directors. To foster this partnership and better acquaint Museum Directors with best practices in conservation, collections care, and other aspects of museum management, opportunities are built into the Program for the Museum Directors of participating museums to visit the Host Institutions. Travel to the MMA, SRAL, FG and KIK-IRPA for Museum Directors of participating museums and other staff reporting to the MOC will be borne by the participating museums/MOC.
5. During each year of the Program the following will occur:
 - i. Advertisement of the Program and its promotion.
 - ii. Evaluation of applications.
 - iii. Selection of Fellows by the Host Institutions and MOC.
 - iv. Six (6) to eight (8) Fellowships of three (3) to six (6) months duration hosted by the SRAL, MMA, KIK-IRPA, and FG. Visits by Museum Directors to coincide with the residencies of Fellows from their respective institutions.
 - v. Seminars and follow-up in India. Follow-up at the Fellows' home institutions is intended to pursue in greater detail conservation and collections-care issues introduced during the Fellows' residency or to pursue new areas of collaboration.

6. A) Status of organizations mentioned in this MOU:

- i. The Metropolitan Museum of Art was established in 1870 by charter in the State of New York, Laws of 1870, Chapter 197, passed April 13, 1870 and amended L.1898, ch. 34; L. 1908, ch. 219. The Museum opened to the public in 1870 at 681 Fifth Avenue in New York City and moved to its current site on Fifth Avenue and 82nd Street on March 30, 1880.
- ii. De Stichting Restauratie Atelier Limburg (SRAL) (Foundation Limburg Conservation Studios) is a nonprofit organization in Maastricht that was founded in 1987 in order to preserve the cultural heritage within the Province of Limburg (The Netherlands). The Provincial Government of Limburg subsidizes the conservation of art objects held in museums, public collections and churches throughout the province. However, over the past twenty years SRAL has expanded its scope of activities to become a well-known international conservation institute with departments for the conservation of paintings (panel and canvas), polychrome sculpture, modern and contemporary art, paper, and painted decorations in historic interiors.
- iii. The Freer Gallery of Art was established in 1906, when Charles Lang Freer gave his collection of Asian and American art to the nation, after proposing the gift to President Theodore Roosevelt a year before. The museum was opened to the public in 1923, and has stayed in the original building on Jefferson Dr. SW ever since. The museum is part of the Smithsonian Institution, a non-profit trust instrumentality of the United States created in 1846 by an act of the United States Congress. The Department of Conservation and Scientific Research (“DCSR”) was created from a merging of the Technical Laboratory (established in 1943) and the East Asian Painting Conservation Studio (established around 1923) in 1990, after a dramatic increase in responsibilities once the Arthur M. Sackler collection came to the Smithsonian in 1985. Today, the DCSR has conservators who specialize in Chinese painting conservation, Japanese

painting conservation, paper and photography conservation and objects conservation, as well as multiple scientists.

- iv. The Royal Institute for Cultural Heritage in Brussels (KIK-IRPA) was created in 1948 and is a federal scientific institution under the control of the Scientific Policy Minister, Belgium. The goals of the Royal Institute for Cultural Heritage are the scientific study and the conservation of the works of art of national heritage.
- v. The Andrew W. Mellon Foundation, a not-for-profit corporation under the laws of the State of New York, was formed on June 30, 1969, through the consolidation of two existing foundations—Avalon Foundation and Old Dominion Foundation. The Avalon Foundation had been established in 1940 by Ailsa Mellon Bruce, daughter of Andrew W. Mellon. The Old Dominion Foundation had been established in 1941 by Paul Mellon, son of Andrew W. Mellon. When the two foundations were consolidated, the Foundation was renamed The Andrew W. Mellon Foundation to honor their father.
- vi. Ministry of Culture, Government of India.

B) The Metropolitan Museum of Art (MMA) in New York and Stichting Restauratie Atelier Limburg (SRAL) in the Netherlands have agreed to work together on the Indian Conservation Fellowship Program funded by The Andrew W. Mellon Foundation and the Ministry of Culture, Government of India.

7. SCHEDULE AND TIMELINE

A) FOR THE FIRST YEAR OF THE PROGRAM:

- i. March 2016: Advertisement and promotion of the Fellowship Program.
- ii. March 20, 2016: Deadline for submission of applications.
- iii. April–May 2016: Review and evaluation by conservation staff, in consultation with curatorial and other relevant staff, of each respective institution. Interviews of respective applicants as needed.

- iv. June 2016: Announcement of Fellowship awards. Six (6) to eight (8) Fellowships awarded.
- v. September 1, 2016 – August 31, 2017: First group of Fellows completes three (3) to six (6) month Fellowships at the MMA, SRAL, FG, and KIK-IRPA. Indian Directors will also visit the Host Institutions during this period.

B) FOR PROGRAM YEARS TWO TO FIVE:

- i. September–October: Advertisement and promotion of the Fellowship Program.
- ii. Mid-October: Deadline for submission of applications.
- iii. November–early December: Annual Seminar including interviews of Fellowship candidates and follow-up at Fellows’ home institutions. Seminar to be held at a different city and hosted by a different cultural institution each year.
- iv. December–January: Review and evaluation of applications by conservation staff, in consultation with curatorial and other relevant staff, of each respective institution.
- v. Mid-March: Announcement of Fellowship awards and notification of selected Fellows.
- vi. September through the following August: Residency of Fellows.

8. PROGRAM MANAGEMENT AND COORDINATION: LEAD PARTICIPANTS

The Program will be managed primarily by conservators and educators from the MMA and the SRAL with participation as appropriate from other staff of these institutions, conservators from KIK-IRPA and FG, and Museum Directors, Conservators, curators, administrators, and scholars currently working in India or with strong professional ties to the country. For the first year of the Program, the lead participants from the MMA, SRAL, FG, and KIK-IRPA are as follows (the “Lead Participants”):

- i. Lisa Pilosi: Sherman Fairchild Conservator in Charge, Department of Objects Conservation, MMA;
- ii. Lawrence Becker: Consulting Conservator, Department of Objects Conservation, MMA;
- iii. Marcie Karp, Managing Museum Educator, Education Department, MMA;
- iv. René Hoppenbrouwers: Conservator and Director, SRAL;
- v. Kate Seymour: Conservator and Head of Education, SRAL;
- vi. Donna Strahan: Head of Conservation and Scientific Research, FG; and
- vii. Christina Ceulemans: Acting General Director, KIK-IRPA.
- viii. The manager of the Program in India for the first year will be Vinod Daniel, CEO of India Vision Institute and Chairman of AusHeritage (the “Program Manager”).

9. CONSULTATION WITH THE MINISTRY OF CULTURE

An ongoing dialogue between the Host Institutions and the MOC is essential to the success of the Program. To facilitate discussion on all aspects of the Program, including the recommendation and evaluation of applicants, the timing, location, and content of Seminars and Workshops, the administration and evaluation of Fellowships, and the identification of conservation issues and needs, regular meetings will take place among MMA Staff, the Conservation Advisory Committee (as defined below), and representatives of the MOC. One of these meetings will be scheduled to coincide with the annual Seminar and others will take place through the Program Manager in India or teleconference. A representative of MOC will participate in the selection process of the fellows.

As in the Pilot Phase, a priority of the Program is to include candidates from the major cultural institutions reporting directly to the MOC, such as the National Museum, the Indian Museum, and the Archaeological Survey of India, so as to build conservation capacity at these institutions and help address their conservation needs. While experience has shown that a follow-up Fellowship at a later stage in a Fellow's career can be beneficial both to the Fellow and his or her institution, in fairness to other

applicants, those who have not previously participated in the Program as Fellows will be given preference. The placement of fellows will depend on multiple criteria including the suitability of the candidates and the ability of the host institution to accommodate training in the requested area at a given time.

10. CONSERVATION ADVISORY COMMITTEE

Working with the Lead Participants to oversee the Program will be an Advisory Committee composed of Indian Conservators or Conservators of Indian heritage who have maintained strong professional ties with India (the “Conservation Advisory Committee”). Members of the Conservation Advisory Committee may participate in many aspects of the Program including recommendation of applicants, evaluation of applications, follow-up, teaching and planning of Workshops, and organization of Seminars. In addition to meetings that might occur at Seminars, the Advisory Committee and the Lead Participants will meet periodically to monitor the progress of the Program and discuss interim adjustments that might benefit the Program.

A Conservation Advisory Committee will be constituted with the representatives from Ministry of Culture, Government of India and the concerned Host Institutions.

11. REPORTING AND EVALUATION

Success of the Program requires ongoing evaluation to retain successful aspects of the Program and modify those features that warrant improvement. To help evaluate the Program and gauge the benefit for the individual Fellows, their institutions, and the collections under their care, Fellows shall submit a report to the relevant Host Institution and the Ministry of Culture at the conclusion of their residency critically assessing the Fellowship structure, the extent to which it has furthered their professional development, and the strengths and weaknesses of the experience. Additional evaluation will be conducted by the Fellows’ home institutions, and where needed, by the MOC. All successful fellowship recipients are expected to maintain employment with their current institution for at least two years following completion of the fellowship.

V

1. This amendment to the original Memorandum of Understanding comes into effect upon signing by representatives of the MOC and the MMA and shall remain in effect until December 31, 2021. On the expiration of this MOU, it may be extended or amended by both parties in written form.

2. Either Party may terminate this MOU at any time by giving a six (6) month's written notice to the other Party.

3. Settlement of Disputes & Arbitration between the parties arising out of the interpretation, application or implementation of this MOU shall be settled as per following sub-paras:

- i. "In the event of any dispute of difference between the parties hereto, such dispute of differences shall be resolved amicably by mutual consultation. If such resolution is not possible, then the unresolved dispute of difference shall be referred to arbitration of the sole arbitrator to be appointed by the Secretary, Ministry of Culture, on the recommendation of the Secretary, Department of Legal Affairs ("Law Secretary"), Government of India. The provision of Arbitration and Conciliation Act, 1996 (No. 26 of 1996) shall be applicable to the arbitration. The venue of such arbitration shall be at New Delhi or any other place, as may be decided by the arbitrator. The language of arbitration proceedings shall be English. The arbitrator shall make a reasoned award (the "Award"), which shall be final and binding on the parties. The cost of the arbitration shall be shared equally by the parties to the agreement. However, expenses incurred by each party in connection with the preparation, presentation shall be borne by the party itself.
- ii. Pending the submission of and/or decision on a dispute, difference or claim or until the arbitral award is published; the Parties shall continue to perform

all their obligations under this Agreement without prejudice to a final adjustment in accordance with such award.”

4. This MOU is signed in duplicate in English. Each party shall retain an original copy.

Representative

Ministry of Culture, Government of India

Shyama' shah

27th June , 2016

Joint Secretary (Museums)
Ministry of Culture
Govt. of India

Representative

The Metropolitan Museum of Art, NY

Thomas P. Campbell

14 JUNE , 2016

DIRECTOR