

NEW YORK STATE ARTS & CULTURAL AFFAIRS LAW

TITLE V

ARTICLE 59

AMERICAN MUSEUM OF NATURAL HISTORY  
PLANETARIUM AUTHORITY

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**§ 59.01. Short title.** This title may be cited as the "Museum Planetarium Act".

**§ 59.03. Definitions.** As used or referred to in this title, unless a different meaning clearly appears from the context,

1. The term "Planetarium Authority" shall mean the corporation created by section 59.05 of this chapter;
2. The term "planetarium" shall mean the planetarium herein authorized and shall include the building housing the same and all machinery, equipment, facilities and educational material incidental thereto;
3. The term "bonds" shall mean bonds issued by the authority pursuant to this title;
4. The term "board" shall mean the members of the board of directors of the Planetarium Authority.

**§ 59.05. The American Museum of Natural History Planetarium Authority.**

The trustees of The American Museum of Natural History, a corporation created by chapter one hundred and nineteen of the laws of eighteen hundred sixty-nine, and their successors in such office shall appoint no less than three nor more than five individuals to serve as members of the board of directors of the Planetarium Authority for terms of one to three years (as determined by the trustees of the American Museum of Natural History), and which is hereby continued as a body corporate by the name of "The American Museum of Natural History Planetarium

Authority," to be located in the city of New York, for the purpose of establishing and maintaining in such city a planetarium upon a site provided by the authorities of such city adjacent to The American Museum of Natural History in such city; of encouraging and developing the study of astronomical science; of advancing the general knowledge of kindred subjects, and to that end, of furnishing popular instruction. Such authority shall constitute a public benefit corporation.

Each member of the board of the Planetarium Authority shall be independent of the Planetarium Authority and of the American Museum of Natural History as described in the public authorities law; and the American Museum of Natural History shall not be considered an affiliate of the Planetarium Authority.

The board of the Planetarium Authority may appoint an executive director. The members of the board and the executive director of the Planetarium Authority shall serve pro bono and shall be entitled to no compensation for their services or reimbursement for expenses incurred or to be incurred in connection with the planetarium hereby authorized. A majority of the members of the board of the Planetarium Authority shall constitute a quorum at any meeting of the board, and a majority of the members present at a meeting of the board at which there is a quorum may exercise the powers of the authority. The board of the Planetarium Authority may delegate to one or more of its members or to its officers, any such powers and duties as it may deem proper. The Planetarium Authority shall continue the lease with the American Museum of Natural History for the exclusive occupancy, operation and use of the planetarium by the American Museum of Natural History for the purpose of carrying out the purposes set forth above and related purposes, all upon the obligation of the American Museum of Natural History to keep the planetarium in reasonable repair, and to maintain and operate the planetarium, which lease may be of indefinite duration terminable only upon surrender of the lease by the direction and authorization of the board of trustees of the American Museum of Natural History.

The existence of the Planetarium Authority shall continue until dissolved by its board, provided that all its liabilities have been met and its bonds have been paid in full or such liabilities or bonds have been discharged and provided further that the Planetarium Authority's lease to the American Museum of Natural History shall have been surrendered by the American Museum of Natural History. Notwithstanding the foregoing, the Planetarium Authority shall be dissolved when the American Museum of Natural History surrenders its lease of the planetarium to the Planetarium Authority, provided that all its liabilities have been met and its bonds have been paid in full or such liabilities or bonds have been discharged or assumed by the American Museum of Natural History. Upon its ceasing to exist, all of its real property shall pass to the city of New York and all of its personal property shall pass to The American Museum of Natural History for its corporate purposes. Thereupon, such real property shall be maintained and operated in the same manner and subject to the same provisions, restrictions and authorities and by the same corporation as the other property of the city of New York which is now occupied by The American Museum of Natural History.

**§ 59.07. Powers of the Planetarium Authority.** The Planetarium Authority shall have power:

1. To sue and be sued;

2. To have a seal and alter the same at pleasure;
3. To acquire, hold and dispose of personal property for its corporate purposes;
4. To make by-laws for the management and regulation of its affairs;
5. To use the agents, employees and facilities of The American Museum of Natural History, paying its proper proportion of the compensation or cost;
6. To appoint officers and agents;
7. To make contracts and to execute all instruments necessary or convenient;
8. By contract or contracts or by its own employees, to construct such planetarium building, together with incidental machinery, equipment and facilities;
9. To purchase or construct, or acquire by gift, loan or otherwise from The American Museum of Natural History or other persons or corporations, and install in such planetarium building, a planetarium instrument or instruments and such other astronomical instruments and exhibits as to such board shall seem best adapted for astronomical instruction;
10. To maintain, reconstruct and operate the planetarium;
11. To charge or grant to the American Museum of Natural History in the lease the right to charge admission fees for exhibiting the planetarium or some part or parts thereof, subject to and in accordance with section 59.09 of this title and such agreements with bondholders as may be made as hereinafter provided;
12. To issue negotiable bonds and to provide for the rights of the holders thereof; and
13. To do all things necessary or convenient to carry out the powers expressly given by this title.

**§ 59.09. Admission fees.** In order that the educational influence of the planetarium shall reach as many persons as possible, the board shall not fix admission fees, at rates higher than are necessary to pay the cost of construction, operation, maintenance and repair of the planetarium and instruction in connection therewith, and reserves therefor, and to pay the principal of and interest on any bonds issued hereunder, and to meet the reserves and sinking funds provided for in any resolution authorizing such bonds. Classes from the public schools and colleges of the city of New York shall be admitted to the planetarium at such times and upon such days of the week and under such reasonable rules and regulations as the board shall prescribe.

**§ 59.11. Moneys of the Planetarium Authority.** The moneys in the deposit account of the Planetarium Authority shall be paid out on checks signed by the executive director of the Planetarium Authority or by such other person or persons as the Planetarium Authority may authorize. All deposits of such moneys shall, if required by the Planetarium Authority, be secured by obligations of the United States or the state of New York, of a market value equal at all times to the amount of the deposit and all banks and trust companies are authorized to give such security for such deposits. The comptroller of the city of New York and his legally authorized representatives are hereby authorized and empowered from time to time to examine the accounts and books of the Planetarium Authority, including its receipts, disbursements, contracts, sinking funds,

investments and any other matters relating to its financial standing.

**§ 59.13. Bonds of the Planetarium Authority.** 1. Subject to the consent of the American Museum of Natural History, the Planetarium Authority shall have power and is hereby authorized from time to time to issue its negotiable bonds in conformity with applicable provisions of the uniform commercial code in the aggregate principal amount of not exceeding one million dollars. The Planetarium Authority shall have power from time to time to refund any bonds by the issuance of new bonds, whether the bonds to be refunded have or have not matured, and may issue bonds partly to refund bonds then outstanding and partly for any other corporate purpose. In computing the total amount of bonds of the Planetarium Authority which may at any time be outstanding the amount of the outstanding bonds to be refunded from the proceeds of the sale of new bonds or by exchange for new bonds shall be excluded.

2. Such bonds shall be authorized by resolution of the board and shall bear such date or dates, mature at such time or times not exceeding twenty-five years from their respective dates, bear interest at such rate or rates as approved by the state comptroller, payable semi-annually, be in such denominations, be in such form, either coupon or registered, carry such registration privileges, be executed in such manner, be payable in such medium of payment at such place or places, and be subject to such terms of redemption not exceeding par and accrued interest as such resolution or resolutions may provide. Such bonds may be sold at public or private sale for such price or prices as the authority shall determine.

3. Such bonds may be issued for any corporate purposes of the Planetarium Authority.

4. Any resolution or resolutions authorizing any bonds may contain provisions which shall be a part of the contract with the holders of the bonds, as to

(a) Pledging the revenues of the planetarium to secure the payment of the bonds;

(b) The admission fees to be charged for the exhibition of the planetarium and the amount to be raised in each year by admission fees and the use and disposition of such fees and other revenues;

(c) The setting aside of reserves or sinking funds and the regulation or disposition thereof;

(d) The use and exhibition of the planetarium;

(e) Limitations on the purpose to which the proceeds of sale of any issue of bonds then or thereafter to be issued may be applied;

(f) Limitations on the issuance of additional bonds;

(g) The procedure, if any, by which the terms of any contract with bondholders may be amended or abrogated, the amount of bonds the holders of which must consent thereto and the manner in which such consent may be given.

5. Neither the members of the board nor any person executing such bonds shall be liable personally on the bonds or be subject to any personal liability or accountability by reason of the issuance thereof.

6. The Planetarium Authority shall have power out of any funds available therefor to purchase any bonds issued by it at a premium of not more than four percentum and accrued interest. All bonds so purchased shall be cancelled.

**§ 59.15. State and city not liable on bonds.** The bonds and other obligations of the Planetarium Authority shall not be a debt of the state of New York or city of New York and neither the state nor such city shall be liable thereon, nor shall they be payable out of any funds other than those of the Planetarium Authority.

**§ 59.17. Bonds legal investments for fiduciaries.** The bonds are hereby made securities in which all public officers and bodies of this state and all municipalities and municipal subdivisions, all insurance companies and associations, all savings banks and savings institutions, including savings and loan associations, administrators, guardians, executors, trustees and other fiduciaries in the state may properly and legally invest funds in their control.

**§ 59.19. Bonds to be tax exempt.** The bonds shall be exempt from taxation except for transfer and estate taxes.

**§ 59.21. Remedies of bondholders.** 1. In the event that the Planetarium Authority shall default in the payment of principal or interest on any of the bonds after the same shall become due, whether at maturity or upon call for redemption, and such default shall continue for a period of thirty days, or in the event that the Planetarium Authority shall fail or refuse to comply with the provisions of this title, or shall default in any agreement made with the holders of the bonds, the holders of twenty-five percentum in aggregate principal amount of the bonds then outstanding by instrument or instruments filed in the office of the clerk of the county of New York and proved or acknowledged in the same manner as a deed to be recorded may appoint a trustee to represent the bondholders for the purposes herein provided;

2. Such trustee may, and upon written request of the holders of twenty-five percentum in the principal amount of the bonds then outstanding shall, in his or its own name:

(a) By suit, action or special proceeding enforce all rights of the bondholders, including the right to require the Planetarium Authority and the board to collect admission fees adequate to carry out any agreement as to, or pledge of, such admission fees, and to require the Planetarium Authority and the board to carry out any other agreements with the bondholders and to perform its and their duties under this title;

(b) Bring suit upon the bonds;

(c) By action or suit in equity, require the authority to account as if it were the trustee of an express trust for the bondholders;

(d) By action or suit in equity, enjoin any acts or things which may be unlawful or in violation of the rights of the bondholders;

(e) Declare all bonds due and payable, and if all defaults shall be made good annul, upon the written consent of the holders of twenty-five percentum in principal amount of the bonds then outstanding, such declaration and its consequences.

3. The supreme court shall have jurisdiction of any suit, action or proceeding by the trustee on behalf of the bondholders. The venue of any such suit, action or proceeding shall be laid in New York county.

4. Before declaring the principal of all bonds due and payable the

trustee shall first give thirty days' notice in writing to the Planetarium Authority.

5. Any such trustee, whether or not all bonds have been declared due and payable, shall be entitled as of right to the appointment of a receiver who may enter and take possession of the planetarium or any part or parts thereof and operate and maintain the same and collect and receive all admission fees and other revenues thereafter arising therefrom in the same manner as the Planetarium Authority itself might do and shall deposit all such moneys in a separate account and apply the same in such manner as the court shall direct. In any suit, action or proceeding by the trustee the fees, counsel fees and expenses of the trustee and of the receiver, if any, shall constitute taxable disbursements and all costs and disbursements allowed by the court shall be a first charge on any admission fees and other revenues derived from the planetarium.

6. Such trustee shall in addition to the foregoing have and possess all of the powers necessary or appropriate for the exercise of any functions specifically set forth herein or incident to the general representation of the bondholders in the enforcement and protection of their rights.

**§ 59.23. Members of the board of the Planetarium Authority and employees not to profit.** No officer, member of the board or employee of the corporation shall receive or may be lawfully entitled to receive any pecuniary profit from the operation thereof.

**§ 59.25. Visitation by regents.** The regents, or the commissioner of education, or their representatives, may visit, examine into and inspect, the Planetarium Authority as an institution under the educational supervision of the state, and may require, as often as desired, duly verified reports therefrom giving such information and in such form as the regents or the commissioner of education shall prescribe.

**§ 59.27. Application of law.** All of the general provisions of the public authorities law or of any other law shall apply to the Planetarium Authority herein continued in the same manner as if the language of such law had been incorporated in full into this article, except to the extent that such provisions are inconsistent with the provisions of this article.