

Role of a System Trustee | Mid-Hudson Library System

"As a trustee, you have assumed an oversight role with your institution's service to the community, which includes protecting the public interest. This is a very important role because, as a trustee or board member, you and your colleagues are responsible for the overall direction, operation, assets and fiscal well-being of your institution. The assets of the institution are held in trust for the people of the State with trustees/board members acting as fiduciaries. As a volunteer, you must be willing to donate the time and attention to ensure that senior managers are fulfilling the institution's charter and/or legislative mandate."

-Statement on the Governance Role of a Trustee or Board Member, Board of Regents, The University of the State of New York

Responsibilities:

- As a trustee of the Mid-Hudson Library System you are charged with insuring the System carries out its plan of service. As representative of your county you can bring the needs of your county libraries to the meeting and advocate for the county, but you are ultimately responsible to vote on what is the best interests of the System and all its members.
- As a trustee you are ultimately responsible for discharging the duties of your position in good faith and with that degree of diligence, care, loyalty, and skill which ordinarily responsible persons would exercise under similar circumstances in like positions.

Responsible Behavior*:

Duty of the fiduciary

- To act for someone else's benefit with special responsibilities for the administration, investment, and distribution of assets that belong to someone else.
 - Standard of measure: It is the highest standard of duty implied by law. A fiduciary is required to hold another's interests ahead of his or her own.

Duty of care

- The degree of competence and care expected to avoid reasonably foreseeable harm.
 - Standard of measure: The absence of negligence. Each member should exercise the "care that a reasonable person would exercise in a like position under similar circumstances."

Duty of loyalty

- Faithfulness to the mission, board, office and organization
- Avoid conflicts of interest
 - Standard of measure: Allegiance to and full support of the nonprofit's mission & endeavors.

Duty of obedience

- Compliance with the laws & regulations that govern the organization's actions including:
 - Federal, state, & local
 - The bylaws & Certificate of Incorporation
 - Contractual obligations
- Board decisions
 - Standard of measure: Compliance.

**Excerpted from the NYS Consolidated Law, Not-For-Profit Corporation, Article 7, Section 717, Duty of Directors and Officers*