



## **Report to the Board**

### **Bylaws, Policy & Procedures Committee Meeting - October 1, 2014**

1) Attendance

- X Janet Schnitzer, Chair
- o John Bickford (excused)
- X Camilla W. von Bergen
- X Roland (Skip) Patterson (Ex-officio)
- X Tom Sloan, Linda Vittone (Staff Liaisons)

2) Approval of the Agenda

Ms. Schnitzer requested and received approval of the agenda.

3) Review of Proposed Policies

- a) The Committee discussed the need to develop a Whistleblower Policy and a Conflict of Interest Policy based on the State of New York, Sections 715-a and 715-b of the Not-for-Profit Corporation Law (NPCL) as part of the Non-profit Revitalization Act of 2013 (Chapter 549 of the Laws of 2013).
- b) Sloan reported a query of library systems, regarding if any system(s) had developed new conflict of interest and whistleblower policies based on the new NPCL, resulted in the Buffalo & Erie County Public Library, a federated system, sharing their new policies. The proposed MHLS policies are based on the Buffalo & Erie County Public Library policies.

4) Review and Discussion of MHLS Whistleblower Policy

- a) The Committee reviewed and discussed the DRAFT Whistleblower Policy.
- b) The Committee agreed to recommend to the Board the Whistleblower Policy.

**BOARD ACTION ITEM – THE BYLAWS, POLICY & PROCEDURES COMMITTEE RECOMMENDS TO THE MHLS BOARD THE ADOPTION OF THE MHLS WHISTLEBLOWER POLICY AS PRESENTED.**

5) Review and Discussion of the MHLS Conflict of Interest Policy

- a) The Committee reviewed and discussed the DRAFT Conflict of Interest Policy. The Committee noted MHLS Trustees should be aware that ***EACH TRUSTEE MUST ANNUALLY READ AND SIGN THE DISCLOSURE STATEMENT.***
- b) The Committee agreed to recommend to the Board the Conflict of Interest Policy.

**BOARD ACTION ITEM – THE BYLAWS, POLICY & PROCEDURES COMMITTEE RECOMMENDS TO THE MHLS BOARD THE ADOPTION OF THE MHLS CONFLICT OF INTEREST POLICY AS PRESENTED.**

6) Review and Discussion of the MHLS Rules & Procedures Document

- a) The Committee reviewed and discussed the Rules & Procedures document, agreeing to several revisions.
- b) The Committee agreed to recommend to the Board a revised Rules & Procedures document.

**BOARD ACTION ITEM – THE BYLAWS, POLICY & PROCEDURES COMMITTEE RECOMMENDS TO THE MHLS BOARD THE ADOPTION OF THE REVISED MHLS RULES & PROCEDURES DOCUMENT AS PRESENTED.**

7) Ms. Schnitzer requested and received approval to adjourn the meeting.



## Mid-Hudson Library System

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