POLICY 009

TRUSTEE, OFFICER, EMPLOYEE AND VOLUNTEER CODE OF ETHICS AND CONFLICT OF INTEREST POLICY

The Board of Trustees recognizes that sound, ethical standards of conduct serve to increase the effectiveness of the Board of Trustees, officers, employees, and volunteers. Actions based on an ethical code of conduct promote public confidence and the attainment of Library goals. The Board of Trustees also recognizes its discretion under the provisions of the New York General Municipal Law and the Non-profit Revitalization Act of 2013 (Not-for-Profit Corporation Law Sections “715-A” & “715-B”), to adopt a Conflicts of Interest Policy setting forth the standards of conduct required of all trustees, officers, employees and volunteers.

The Board of Trustees is also committed to avoiding any situation in which the existence of simultaneous, conflicting interests of any trustee, officer, employee or volunteer may call into question the integrity of the management or operation of the Library. The Board affirms its commitment to adhere scrupulously to all applicable provisions of law regarding material conflicts of interest.

Definitions: Unless the context clearly provides otherwise, the terms set forth below shall have the following meanings:

(a) “Interest” means a direct or indirect pecuniary or material benefit accruing to a trustee, officer, employee or volunteer, or his or her relative, as defined below, whether as a result of a contract with the Library or otherwise. For the purpose of this policy, a Library trustee, officer, employee or volunteer shall be deemed to have an interest in the contract of:

(I) A relative;

(II) A related party;

(III) A firm, partnership or association of which such trustee, officer employee or volunteer is a director, officer, member or employee;

(IV) A corporation of which such a trustee, officer, employee or volunteer is an officer, director or employee;

(V) A corporation of which more than five percent of the outstanding stock is owned by any such trustee, officer, employee, or his or her relative.

(b) “Trustee” means an elected or appointed member of the Board of Trustees.” “Officer” means one of the trustees officers of the Board (President, Vice President, and Secretary. Pursuant to Education Law Section “226, subd. 7”, trustees may not be compensated.

“Employee” means a compensated member of the staff of the Library.

“Key employee” means any person who is in a position to exercise substantial influence over the affairs of the Library, including the Director, Assistant Director, and the manager of the Business Office.
(c) "Relative" of an individual means his or her (i) spouse, children, siblings, grandchildren, and spouses of brothers, sisters, children, grandchildren, and great-grandchildren; or (ii) a domestic partner as defined in section twenty-nine hundred ninety-four of the public health law.

(d) A "Related Party" means (i) any Trustee, officer, employee or volunteer of the Library or any affiliate of the Library (ii) any Relative or (iii) any entity in which any individual described in clauses (i) or (ii) of this subparagraph (d) has a five percent or greater ownership or beneficial interest or, in the case of a partnership, limited liability company or professional corporation, a direct or indirect ownership interest in excess of five percent.

(e) "Related Party Transaction" means any transaction, agreement or any other arrangement in which a Related Party has a financial interest and in which the Library or any affiliate of the Library is a participant.

(f) "Affiliate" with the Library.

1. **Gifts:** No trustee, officer, employee or volunteer shall directly or indirectly solicit, accept, or receive any money or gift having a value of $75 or more, whether in the form of cash, check, loan, credit, services, travel, entertainment, hospitality, thing or promise, or any other form, under circumstances in which it could reasonably be inferred that the money or gift was intended to influence the performance of official duties or was intended as a reward for any official action on his or her part. However, the Board welcomes and encourages the writing of letters or notes expressing gratitude or appreciation to staff members.

2. **Confidential Information:** No trustee, officer, employee or volunteer shall disclose confidential information acquired in the course of official duties or use such information to further personal interest. In addition, no information shall be disclosed regarding any matters discussed in an executive session of the Board of Trustees regardless of whether or not such information is deemed confidential.

3. **Representation Before the Board:** A trustee, officer, employee, or volunteer shall not receive or enter into any agreement, express or implied, for compensation for services to be rendered in relation to any matter before the Board of Trustees.

4. **Representation Before the Board for a Contingent Fee:** A trustee, officer, employee, or volunteer shall not receive or enter into any agreement, express or implied, for compensation for services to be rendered in relation to any matter before the Board, whereby the compensation is to be dependent or contingent upon any action by the Board with respect to such matter, provided that this paragraph shall not prohibit the fixing at any time of fees based upon the reasonable value of the services rendered if otherwise authorized under law.

5. **Disclosure of Interest in Matters before the Board:** A member of the Board of Trustees and any officer, employee, or volunteer of the Library, whether paid or unpaid, who participates in the discussion or gives official opinion to the Board on any matter before the Board shall publicly disclose on the official record the nature and extent of any direct or indirect financial or other private interest he or she has in such matter. The term "interest" means a pecuniary or material benefit accruing to an officer or employee.
6. **Disclosure of Interests in Contracts and Procedures Addressing a Conflict of Interest:** To the extent known, any trustee, officer, employee or volunteer of the Library who has acquired, or will have, or subsequently acquires any interest in any contract with the Library, shall publicly disclose the nature and extent of such interest in writing to the Board of Trustees, as well as, to the Library Director, as soon as knowledge of such actual or prospective interest will have been obtained. The Board President shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement, and the Board of Trustees shall determine if it can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest. If a more advantageous transaction or arrangement is not reasonably possible under circumstances of not producing a conflict of interest, a majority of Trustees disinterested in the transaction or arrangement must determine that the transaction or arrangement is in the Library's best interest, for its own benefit, and is fair and reasonable. The outcome of the vote shall be recorded in the minutes.

7. **Investments in Conflict with Official Duties:** No trustee, officer, employee, or volunteer of the Library shall invest or hold any investment directly or indirectly in any financial, business, commercial or other private transaction that creates a conflict with his or her official duties.

8. **Certain Real Property Interests Prohibited:** No trustee, officer, employee or volunteer of the Library who has an interest in any real property, either individually or as an officer or employee of a corporation or partnership, shall participate in the acquisition or plan for acquisition of said property or any property adjacent to said property by Library. Any such person shall not be present at or participate in Board or committee deliberations or vote on any matter giving rise to such conflict. The term “participate” shall include the promotion of the site as well as the negotiation of the terms of the acquisition.

9. **Conflicts of Interest Defined:** A Conflict of Interest shall arise under circumstances where - a trustee, officer, employee, or volunteer shall have an interest in any contract between the Library and any entity with which the Library has a relationship, or if any aforementioned has the power to negotiate, prepare, authorize or approve the contract, or authorize or approve payment thereunder, audit bills or claims under the contract, or appoint an officer or employee who has any of the powers or duties set forth above, or if the chief fiscal officer, treasurer, or deputy, or employee, shall have an interest in a bank or trust company designated as a depository paying agent, registration agent, or for investment of Library funds as an officer, employee, director, trustee, member, or owner.

10. **Prohibited Conflicts of Interest:** No trustee, officer or employee of the Library shall have an interest in any contract between the Library and a corporation or partnership if an officer or employee, when such trustee, officer or employee has the power to negotiate, prepare, authorize or approve the contract or authorize or approve payment thereunder, audit bills or claims under the contract, or appoint an officer or employee who has any of the powers or duties set forth above, and no chief fiscal officer, treasurer or deputy, or employee shall have an interest in a bank or trust company designated as a depository paying agent, registration agent or for investment of Library funds if an officer or employee. Any such person shall not be present at or participate in
Board or committee deliberations or vote on any matter giving rise to such conflict. The provisions of this action shall in no event be construed to preclude the payment of lawful compensation and necessary expenses of any Library trustee, officer or employee in one or more positions of public employment, the holding of which is not prohibited by law or of any necessary expenses of volunteers previously authorized to be incurred.

11. Certain Prohibited Personnel Actions: No Library trustee, officer or employee shall hire, supervise, evaluate, promote, review or discipline any employee who is a relative or a related party. In the event that marriage, promotion, or reorganization results in a situation whereby a Library employee becomes a relative of a Library trustee, officer or key employee trustee, officer or employee shall declare recusal from all such discussions and actions with respect to such employee.

12. Private Employment: No Library trustee, officer or employee shall engage in, solicit, negotiate for, or promise to accept private employment, or render services for private interests, when such employment or service creates a conflict with, or impairs, the proper discharge of official duties.

13. Future Representation & Actions: No Library trustee or officer after leaving the Board, or employee after the termination of service shall appear before the Board or any panel or committee of the Board, in relation to any case, proceeding, or application in which there was personal participation during the period of service or employment, or that was under active consideration. This shall not bar or prevent the timely filing by a present or former trustee, officer or employee of any claim, account, demand or suit against the Library on the aforementioned’s own behalf, or on behalf of any member of that family, arising out of any personal injury or property damage or for any lawful benefit authorized or permitted by law.

14. Use of Library Property: No Library trustee, officer or employee shall use or permit the use of property, owned by or leased to the Library, for anything other than official purposes or for activities not otherwise officially approved by the Director and the Board of Trustees, except that the Director may authorize use of Library facilities by educational, charitable, and cultural groups.

15. Disclosure of “Related Party” Transactions: Trustees, officers, employees and volunteers shall disclose to the Board of Trustees the existence of a “related party transaction” as defined under Section “715” of the Non-profit Revitalization Act upon becoming aware of such circumstances.

16. Duty to Disqualify: It is incumbent upon any Library trustee, officer, employee or volunteer, whether paid or unpaid, to declare disqualification immediately whenever the appearance of a conflict of interest exists.

17. Duty to Report Conflicts of Interest: In the event that a Library trustee, officer, employee or volunteer knows of, or perceives, a direct or indirect conflict of interest, that known or perceived conflict of interest shall be reported to the Board of Trustees.

18. Duty to Report Violations of this Policy: Any Library trustee, officer, employee, or volunteer noting or suspecting a violation of this policy shall report the matter to the Board of Trustees.
19. **Documenting Conflict of Interest and Resolution:** In the event that a Library trustee, officer or employee discloses the existence of a Conflict of Interest, the Board of Trustees shall document and set forth in the official minutes of the Board meeting the resolution of the conflict of interest, including the vote of the trustees. Any resolution of such conflict by the Board shall hold the Library’s interest paramount, as well as maintain the Board’s integrity in its governing role.

20. **Written Statement Prior to Initial Election and Annually Thereafter:** Immediately following election of a trustee or officer, and annually thereafter, trustees and officers shall complete, sign and submit to the Secretary or President of the Board of Trustees a written statement identifying, to the best of the trustee’s or officer’s knowledge, any entity of which such trustee, officer or employee has a relationship, and any transaction in which the Library is a participant and in which the Trustee or officer might have a conflicting interest. The Secretary to the Board of Trustees shall provide a copy of all completed statements to the Board President. A copy of all such statements shall be kept on file in the Library’s records.

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*Adopted, Board of Trustees (BOT), November 10, 2014*
*Affirmed, Board of Trustees (BOT), July 13, 2015*
*Revised & Approved, (BOT), September 16, 2015*
*Affirmed, Board of Trustees (BOT), July 19, 2016*
*Affirmed, Board of Trustees (BOT), July 19, 2017*
*Affirmed, Board of Trustees (BOT), July 18, 2018*
*Affirmed, Board of Trustees (BOT), July 17, 2019*
*Affirmed, Board of Trustees (BOT), July 15, 2020*
*Affirmed, Board of Trustees (BOT), July 14, 2021*
*Revised & Approved, (BOT), August 3, 2022*
*Revised & Approved, (BOT), July 24, 2023*
Distribution of the Hewlett-Woodmere Public Library's
Trustee, Officer, Employee and Volunteer Code of Ethics and Conflict of Interest Policy

The Library Board of Trustees shall cause a copy of this Code of Ethics and Conflict of Interest Policy to be distributed to every trustee, officer, employee and volunteer. Each trustee, officer and employee elected or appointed thereafter shall be furnished a copy before entering upon the duties of the office or employment. In addition, the Board shall ensure that a copy of Article 18 of the General Municipal Law and this Policy shall be kept posted in a place conspicuous to the Library's trustees, officers, employees and volunteers.

Penalties

In addition to any penalty contained in any other provision of law, a Library trustee, officer, employee or volunteer who shall knowingly and intentionally violate any of the provisions of this Code of Ethics and Conflict of Interest Policy, may be subject to disciplinary action up to and including the imposition of fines, suspension, and dismissal, in the manner provided by law.

Acknowledgment

The standard of behavior at the Library is that all trustees, officers, employees and volunteers, whether paid or unpaid, scrupulously avoid any conflict of interest between the interests of the Library on the one hand, and their personal, professional, and business interests on the other. This includes avoiding actual conflicts of interest, as well as potential and perceived conflicts of interest.

I understand that the purpose of this policy is to protect the integrity of the Library decision-making process, to enable the Library's constituents to have confidence in the Library's integrity, and to protect the integrity and reputation of all Library trustees, officers, employees and volunteers.

As a Trustee, Officer or Key Employee, upon or before election, hiring or appointment, and annually thereafter, I will make a full, written disclosure of any and all interests, relationships, related party transactions, and holdings that do create or could potentially create a conflict of interest. This written disclosure will be kept on file and I will update it as appropriate.

During the course of meetings or activities, as a Library Trustee or officer, I will disclose any interests in a transaction or decision where I (including my business and any other nonprofit affiliation), my family and/or my significant other, relatives, employer or business associates will receive a benefit or gain. After such disclosure, I understand that I will be asked to leave the room for the discussion and will not be permitted to vote on the question.

I understand that this policy is meant to be a supplement to good judgment, and I will respect its spirit as well as its wording.

Signature ________________________________
Print Name ______________________________
Date ________________________________

Adopted, Board of Trustees, November 10, 2014
Affirmed, Board of Trustees (BOT), July 13, 2015
Revised & Approved, (BOT), September 16, 2015
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Revised & Approved, (BOT), July 24, 2023

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Revised & Approved, (BOT), August 3, 2022
HEWLETT-WOODMERE PUBLIC LIBRARY

CONFlict OF INTEREST CERTIFICATION

(TRUSTEES & OFFICERS)

Upon election or appointment, and annually thereafter, I will make a full, written disclosure of any and all interests, relationships, related party transactions, and holdings that do create or could potentially create a conflict of interest. This written disclosure will be kept on file and I will update it as appropriate.

During the course of meetings or activities, I will disclose any interests in a transaction or decision where I (including my business and any other nonprofit affiliation), my family and/or my significant other, related parties, relatives, employer, or business associates will receive a benefit or gain. After disclosure, I understand that I will be asked to leave the room for the discussion and will not be permitted to vote on the question.

As a Trustee (or Trustee-elect) of the Hewlett-Woodmere Public Library I hereby state, to the best of my knowledge, that there are no entities with which I have a relationship, nor any transaction in which the Library is a participant, in which I have, or could possibly have, a conflicting interest except as set forth below:

[ ] NONE

Signature

Print Name

Date

Adopted, Board of Trustees (BOT), November 10, 2014
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HEWLETT-WOODMERE PUBLIC LIBRARY

CONFLICT OF INTEREST CERTIFICATION

(KEY EMPLOYEES)

Upon hiring or appointment, and annually thereafter, I will make a full, written disclosure of any and all interests, relationships, related party transactions, and holdings that do create or could potentially create a conflict of interest. This written disclosure will be kept on file and I will update it as appropriate.

During the course of employment, meetings or activities, I will disclose any interests in a transaction or decision where I (including my business and any other nonprofit affiliation), my family and/or my significant other, related parties, relatives, employer, or business associates will receive a benefit or gain. After disclosure, I understand that I will be asked to leave the room for the discussion and will not be permitted to vote on the question.

As a Key Employee of the Hewlett-Woodmere Public Library I hereby state, to the best of my knowledge, that there are no entities with which I have a relationship, nor any transaction in which the Library is a participant, in which I have, or could possibly have, a conflicting interest except as set forth below:

[ ] NONE

Signature ______________________________

Print Name ______________________________

Date ______________________________

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