

## CONFLICT OF INTEREST

Executive Board members have a duty to subordinate personal interests to the welfare of SWON Libraries and the members. Conflicting interests can be financial, personal relationships, status, or power. Executive Board members and employees are prohibited from receiving gifts, fees, loans, or favors from suppliers, contractors, consultants, or financial agencies, which obligate or induce the Executive Board member or employee to compromise responsibilities to negotiate, inspect or audit, purchase or award contracts, with the best interest of SWON Libraries in mind.

Executive Board members and employees are prohibited from knowingly disclosing information about SWON Libraries to those who do not have a need to know or whose interest may be adverse to SWON Libraries, either inside or outside SWON Libraries. Executive Board members or employees may in no way use such information to the detriment of SWON Libraries.

Executive Board members or employees may not have a significant financial interest in any property which SWON Libraries purchases, or a direct or indirect interest in a supplier, contractor, consultant or other entity with which SWON Libraries does business.

Since it is not possible to write a policy that covers all potential conflicts, Executive Board members and employees are expected to be alert for and avoid situations which might be construed as conflicts of interests. Any possible conflict of interests on the part of any Executive Board member should be disclosed to the other Executive Board members and made a matter of record, either through an annual procedure or when the interest becomes a matter of Executive Board action.

Any Executive Board member having a conflict of interests or possible conflict of interests should not vote or use personal influence on the matter, and should not be counted as part of a quorum for the meeting. The minutes of the meeting should reflect that a disclosure was made, the abstention from voting and the quorum situation.

These restrictions should not be construed as preventing the Executive Board member from briefly stating a position in the matter, nor from answering pertinent questions of other Executive Board members, since this knowledge could be of assistance to the deliberations.

All Executive Board members will be required to complete the "Conflict of Interests" statement. This policy will be reviewed by the Executive Board annually and given to each new board member for signature during orientation.

**Conflict of Interest Statement**

I have read and am familiar with the SWON Libraries Executive Board policy concerning conflict of interests, and I have initialed the line opposite the appropriate paragraph below.

\_\_\_\_\_ During the past year, neither I, nor to the best of my knowledge, any member of my family has had an interest or taken any action which would contravene the policy of this Executive Board.

\_\_\_\_\_ During the past year, neither I, nor to the best of my knowledge, any member of my family has had an interest or taken any action which would contravene the policy of this Executive Board, except such interest or action fully disclosed below:

---

---

---

---

---

---

---

---

Executive Board member signature: \_\_\_\_\_

## DOCUMENT RETENTION AND DESTRUCTION POLICY

SWON Libraries shall retain records for the period of their immediate or current use, unless longer retention is necessary for historical reference or to comply with contractual or legal requirements. Records and documents outlined in this policy includes paper, electronic files (including e-mail) and voicemail records regardless of where the document is stored, including network servers, desktop or laptop computers and handheld computers and other wireless devices with text messaging capabilities.

In accordance with 18 U.S.C. Section 1519 and the Sarbanes Oxley Act, SWON Libraries shall not knowingly destroy a document with the intent to obstruct or influence an "investigation or proper administration of any matter within the jurisdiction of any department agency of the United States . . . or in relation to or contemplation of such matter or case." If an official investigation is underway or even suspected, document purging must stop in order to avoid criminal obstruction.

In order to eliminate accidental or innocent destruction, SWON Libraries has the following document retention requirements:

Type of Document	Minimum Best Practice Requirement
Accounts receivable & payable ledgers & schedules	7 years
Articles of Incorporation, charter, bylaws, minutes and other incorporation records	Permanently
Audit reports, Financial Statements (year end): general/private ledgers, trial balance, journals	Permanently
Bank Reconciliation	3 years
Bank statements, deposit records, electronic fund transfer documents, & cancelled checks	3 years
Chart of accounts	Permanently
Checks (for important payments & purchases)	Permanently
Contracts, mortgages, notes and leases (expired)	7 years
Contracts (still in effect)	Permanently
Correspondence (general)	3 years
Correspondence (legal and important matters)	Permanently
Correspondence (with customers and vendors)	2 years
Depreciation schedules	Permanently
Donations	7 years
EEOC reports	Permanently
Employment applications* (depending on the # of employees, employers must retain applications & other personnel records relating to hires, rehires,	3 year from making the record or taking the personnel action



**SWON Libraries**  
**Executive Board Policies**

**1. GOVERNANCE**

Procedures for formulating the agenda:

- a. Items for the agenda should be submitted at least seven calendar days prior to Executive Board meetings.
- b. Reports of committees or subcommittees should be distributed with the Executive Board agenda whenever possible.
- c. Recommendations contained in the reports of the Executive Board committees or subcommittees should be considered to have been moved by the chairperson of that committee upon submission of the report to the Executive Board.
- d. The agenda should be distributed at least six calendar days before the Executive Board meeting.

**2. NOMINATING**

The nominating process will be open. The Chair of the Nominating/Board Development Committee will issue a call for nominations 60 days prior to the Spring Membership Meeting. The slate of candidates will be distributed by email to the Directors approximately 30 days prior to the Membership Meeting.

## WHISTLEBLOWER POLICY

SWON Libraries expects Executive Board members and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of SWON Libraries, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations. It is the responsibility of all Executive Board members and employees to comply with these principles and to report violations or suspected violations in accordance with this Whistleblower Policy.

No Executive Board member or employee who in good faith reports a violation shall suffer harassment, retaliation or adverse employment consequence. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment. This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns within the organization prior to seeking resolution outside the organization.

Employees are encouraged to share their questions, concerns, suggestions or complaints with someone who can address them properly. In most cases, the Executive Director is in the best position to address an area of concern. However, if you are not comfortable speaking with the Executive Director or you are not satisfied with the response, you are encouraged to speak with someone on the Executive Board whom you are comfortable in approaching. That individual will refer all matters to the President of the Executive Board. The President of the Executive Board is responsible for investigating and resolving all reported complaints and allegations concerning violations and, with discretion, shall advise the Executive Director.

The Finance Committee of the Executive Board shall address all reported concerns or complaints regarding accounting practices, internal controls, or auditing. The President of the Executive Board shall immediately notify the Finance Committee of any such complaint and work with the Committee until the matter is resolved.

Anyone filing a complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

*Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation. The President of the Executive Board will notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.*

## **LEGAL COUNSEL**

Should the Executive Director determine that it is in SWON Libraries' best interest to retain legal counsel for a particular matter, in either a paid or pro bono capacity, the Executive Director shall seek the approval of the Executive Board prior to employing such legal counsel. There shall be no communication on behalf of SWON Libraries from any attorney without the prior approval of the Executive Board. All outgoing communications from said counsel shall, unless otherwise agreed upon, be approved by the Executive Board prior to being considered a communication on behalf of SWON Libraries.