RE-S25-002

Library of Code, Inc.
Board of Governors
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RESOLUTION TO ESTABLISH THE INTERDEPARMENTAL POLICY COUNCIL (IPC) AS AN INDEPENDENT AGENCY FOR INTERDEPARTMENTAL POLICY COORDINATION

Drafted by: Matthew [k], Chair
Drafted on: 2025-03-04

WHEREAS, the Board of Governors (hereinafter, the "Board"), recognizes that the Corporation's Departments operate as autonomous entities within the Corporation;

WHEREAS, the Board acknowledges the need for a structured, consensus-driven mechanism to coordinate and standardize various policies that affect all Departments while preserving their autonomy;

WHEREAS, the Board affirms that any such mechanism must be composed exclusively of Directors of Departments, who shall retain full authority over implementation of interdepartmental policies within their respective Departments;

WHEREAS, the Board seeks to establish an independent agency, separate from the Board and any Department, to serve as a forum for interdepartmental policy coordination and agreement;

NOW, THEREFORE, BE IT RESOLVED THAT

ARTICLE I: ESTABLISHMENT OF THE INTERDEPARTMENTAL POLICY COUNCIL

1. The Interdepartmental Policy Council (hereinafter, the "IPC") is hereby established as an independent agency responsible for the development, approval, and coordination of policies between departments within the Corporation.
2. The IPC shall operate autonomously from the Board and from Departments in its policy coordination functions, subject only to the Board's reserved authority to oversee, amend, or real IPC policies as it sees fit.

ARTICLE II: COMPOSITION AND MEMBERSHIP

1. The IPC shall be composed exclusively of each Director of each recognized Department within the Corporation.
2. Each Department shall be represented by its Director, who shall hold one equal vote within the IPC.
3. If the Board establishes or recognizes any new Department(s), the Director(s) of such Department(s) shall automatically become members of the IPC, with full participation rights and responsibilities.

ARTICLE III: POLICY COORDINATION AND DECISION-MAKING

1. The IPC shall have the authority to develop, approve, and implement policies applicable to all Departments.
2. Policies shall be approved by unanimous consent of all voting IPC members.
3. Policies must be published in an easily accessible medium to all personnel and members of the Board.
4. Once a policy is approved by the IPC, it shall take immediate effect and be binding on all Departments, unless overridden by the Board.
5. The IPC shall convene as needed.

ARTICLE IV: LIMITATIONS AND BOARD OVERSIGHT

1. The IPC shall not possess enforcement authority over any Department or personnel.
2. The Board retains authority to override, amend, or repeal any IPC decision.
3. IPC policies shall not infringe upon the internal management of individual Departments beyond the scope of interdepartmental coordination.
4. IPC policies shall not infringe on any precedent or action administered by the Board.

ARTICLE V: IMPLEMENTATION AND AMENDMENTS

1. This resolution shall take effect immediately.
2. The Board reserves the right to amend, modify, or dissolve the IPC by subsequent resolution.

This resolution shall be passed with a <u>supermajority</u> vote and entered as <u>significant</u> legislation.

Full details of the vote shall be recorded in the meeting minutes for <u>RM-S25</u>.

Adopted this day <u>29</u> of <u>March</u>, <u>2025</u>, by the Board of Governors of Library of Code, Inc.

I, <u>Matthew Ray</u>, <u>Chair</u> of the Board of Governors for the corporation, do hereby certify that the above resolution was duly adopted by this body of Library of Code, Inc. on <u>2025-03-29</u> following proper voting procedures.

X <u>*Matthew R*</u>

Title: <u>Chair of the Board of Governors</u>