

Library of Code, Inc.
Board of Governors
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**RESOLUTION TO STANDARDIZE ROLE COMMISSIONS, MANAGERIAL
TYPES, AND EMPLOYMENT STATUS**

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

WHEREAS, the Board of Governors of Library of Code, Inc. (“the Board”, (“the Corporation”) recognizes the need to formalize role status classifications (formerly referred to as “Commissions”), managerial classifications, and employment status within the Corporation to ensure clarity, consistency, and compliance with regulatory requirements in the United States;

WHEREAS, the Board of Governors acknowledges the importance of defining the privileges of staff members post-employment, including the establishment of a Tenure status granted at the discretion of Directors of departments;

NOW, THEREFORE, BE IT RESOLVED THAT:

ARTICLE I: ESTABLISHMENT OF ROLE STATUSES (“COMMISSIONS”)

Effective immediately, the Corporation shall formally recognize the following role statuses, referred to as Commissions, each serving a distinct operational function:

SECTION 1: Standard (STRD)

- Designates a regular staff member/partner with no transitional or temporary status.
- Individuals assigned this status hold permanent (non-temporary) positions within the Corporation, subject to standard employment policies.

SECTION 2: Acting (ACT)

- Denotes a temporary operational assignment in which the assignee executes the duties of an existing, occupied role, while the primary role holder is unable to fulfill their responsibilities.
- If the primary role-holder is a part of a department’s administration, as defined in *Resolution to Codify Organizational Structure, Article I, Section 2(c)*, then they must alert the Board of Governors via email within 24 hours of the instatement of an acting individual in the primary role holder’s role.
- The Board of Governors holds exclusive authority to appoint acting Department Directors, if there’s an emergent need for appointment the Board of Governors shall conduct the appointment.

SECTION 3: Interim (INTRM)

- Denotes a temporary leadership assignment in which the assignee carries out the full responsibilities of a vacant position until a standard appointment is made.
- Interim status does not confer any presumption of standard appointment.
- The Board of Governors holds exclusive authority to appoint interim Department Directors, if there’s an emergent need for appointment the Board of Governors shall conduct the appointment.

SECTION 4: Trial (TRL)

- Denotes a temporary probationary period for an individual under evaluation for a standard position.
- The evaluation period should be no less than 1 week and no more than 1 month, after which the assignee shall either be:
 - o Confirmed as a Standard (STD) staff member/partner, or
 - o Removed from the role without presumption of reappointment.

ARTICLE II: STANDARDIZATION OF MANAGERIAL CLASSIFICATIONS

SECTION 1: Managerial w/ Direct Reports

- A staff member who manages personnel and has direct supervisory and managerial authority over one or more individuals.
- Holds hiring, performance review, and disciplinary authority as defined by applicable policies.

SECTION 2: Managerial w/o Direct Reports

- A staff member who manages a function, department, or service but does not directly supervise or manage personnel.
- May direct projects, budgets, or processes but does not conduct personnel evaluations.

SECTION 3: Supervisory (Non-Managerial)

- A staff member who supervises a specific function or set of tasks but does not hold formal managerial authority over others.
- Supervisory responsibilities may include, but are not limited to, task oversight, quality control, and workflow coordination.

SECTION 4: Non-Managerial

- A staff member with no managerial or supervisory responsibilities.
- Primarily focused on individual contributions without oversight obligations.

ARTICLE III: EMPLOYMENT STATUS CLASSIFICATIONS

SECTION 1: Common Law Employee (W-2)

- An individual employed under a W-2 designation, subject to payroll taxation, employer withholding, and benefits eligibility.

SECTION 2: Independent Contractor (1099)

- A self-employed individual contracted to perform specific work or services under a 1099 agreement.

SECTION 3: Statutory Employee (W-2)

- An individual classified as a W-2 employee under IRS Statutory Employee provisions, who qualifies for some employment benefits but is distinct from a Common Law Employee.

SECTION 4: Statutory Nonemployee (1040)

- An individual classified under IRS Statutory Nonemployee provisions, including volunteers, board members, and specific contract-based roles that do not establish an employer-employee relationship.
- All volunteers shall be designated as Statutory Nonemployees.

ARTICLE IV: IMPLEMENTATION, OVERSIGHT, AND REVIEW

SECTION 1: Record-Keeping & Compliance

- All role status assignments, managerial classifications, and employment status designations shall be formally documented and maintained in organizational records.
- Department Administrations shall ensure compliance with employment classification regulations and provide oversight where necessary.

This resolution shall be passed with a majority vote and entered as standard legislation.

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

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

I, Matthew Ray, Chair 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 2025-03-29 following proper voting procedures.

X Matthew R

Title: Chair of the Board of Governors