



IDAHO STATE  
**HISTORICAL  
SOCIETY**

## **Idaho State Historical Society Trustees' Roles and Responsibilities**

### **I. ABOUT HISTORICAL SOCIETY TRUSTEES**

A board of trustees governs the Idaho State Historical Society. The board is responsible for administering the powers and duties required to preserve and protect any historical record of the history and culture of Idaho. Idaho Code §§ 67-4123 and 67-4126.

Trustees have a number of statutory responsibilities. There are also Idaho State Historical Society policies and goals that Trustees should keep in mind when serving on the Board. These policies and goals are meant to serve as guiding principles to help align the Trustees with the vision and objective of the Idaho State Historical Society. This document outlines both the Trustees' statutory responsibilities of a Trustee as well as the Idaho State Historical Society policies and goals.

#### **Appointment and Term of Office**

The board of trustees consists of seven members. The Governor of the State of Idaho appoints the members of the board. Board members serve terms of six years, except where appointed for the unexpired portion of a term. No board member shall serve more than two consecutive full terms. Idaho Code § 67-4124. Two board members concurrently serve as representatives on the Board of the Foundation for Idaho History, the non-profit support group of the Agency. One board member concurrently serves on the Governor appointed Idaho Lewis and Clark Trail Committee.

#### **Qualifications of Members**

Members of the board are chosen on the basis of their qualifications with due regard to their knowledge, competence, experience, and interest in the fields related to the preservation and promotion of Idaho history.

Geographic representation is considered in the selection process with one board member chosen from each of the judicial districts of the state. Idaho Code § 67-4124.

When considering the mix of desired skills and attributes of board members, the following areas of professional and personal expertise shall be considered:

- Idaho history
- Historic Preservation
- Fundraising
- Agency promotion
- Public administration
- Education and public programs
- Operation of cultural facilities: sites, museums, research libraries
- Government relations and working with elected officials
- Diversity with regard to gender, race, ethnic background, and related considerations

### **Conduct of Business**

The board must meet at least once each quarter. The board may meet at other times as necessary for the orderly conduct of its business. Four members of the board constitute a quorum and the action of a majority of the members present at a meeting constitutes the decision of the board. The statute requires at least 72 hours' notice of regular meetings. Officers are elected to serve terms lasting two years. Idaho Code § 67-4125.

### **Specific Powers and Duties**

The board of trustees encourages and promotes interest in the history of Idaho and the Historical Society. The board appoints a director of the Historical Society and advises the director in the performance of their duties. The board governs the agency in accordance with state statute and governance policies

The board has the authority to acquire and dispose of real or personal property, to hold title to that property. The director may receive, on behalf of the Historical Society, any money or real or personal property donated, bequeathed, devised, or conditionally granted to the society—including money for admission to historical facilities operated by the Historical Society and retail sales related to the Historical Society's Programs.

## **II. STATUTORY OBLIGATIONS**

67-4126. POWERS AND DUTIES OF BOARD. The board of trustees of the society shall have powers and duties as follows:

1. To appoint a director of the society as provided herein and advise him/her in the performance of his/her duties and formulate general policies affecting the society.
2. To encourage and promote interest in the history of Idaho and encourage membership in the society.
3. To collect for preservation and display, artifacts and information illustrative of Idaho history, culture and society.
4. To print such publications and reports as may be deemed necessary.

5. To encourage creation of county historical societies and museums in the counties of Idaho.

6. To facilitate the use of Idaho records for official reference and historical research.

7. To be responsible for records management services for state government. Records management services include the management, storage and retrieval of all state created records under retention. State created records shall mean any document, book, paper photograph, sound recording or other material, regardless of physical form or characteristic, made or received pursuant to law or in connection with the transaction of official state business. The board may charge reasonable amounts for records management services. The records managed pursuant to this subsection will not be subject to the exemption in public records law provided in section [74-101\(15\)](#), Idaho Code.

8. To accept from any state, county, or city, or any public official, any official books, records, documents, original papers, newspaper files, printed books, or portraits, not in current use. When such documents are so accepted, copies therefrom shall be made and certified under the seal of the society upon application of any person, which person shall pay for such copies reasonable fees established by the society.

9. To require that any state, county, or city, or any public official, deposit official books, records, documents, or original papers, not in current use, which are of definite historical importance, in the society for preservation and to provide methods whereby such materials, which have no significance, may be destroyed.

10. To establish such rules as may be necessary to discharge the duties of the society.

11. To employ such personnel as may be necessary for the administration of its duties in accordance with the rules of the administrator of the division of human resources promulgated pursuant to [chapter 52, title 67](#), Idaho Code.

12. To have and use an official seal.

13. To delegate and provide subdelegation of any such authority.

14. To identify historic, architectural, archaeological, and cultural sites, buildings, or districts, and to coordinate activities of local historic preservation commissions.

15. To serve as the geographic names board of the state of Idaho.

### **III. DUTIES OF TRUSTEES**

#### **1. Govern in accordance with state statutes and Board policy**

- Formulate and sustain the mission and vision of the agency.
- Select, guide, and monitor the executive director. To a large extent, monitoring the performance of the executive director is synonymous with monitoring the performance of the organization.
- Work with the executive director to develop long range plans and evaluate and revise them periodically. Focus on establishing goals rather than on the administrative means of accomplishing those goals.

- Monitor the agency and its programs to assure that the goals, objectives, and outcomes are being achieved efficiently and effectively. Monitor use of the agency's resources.
- Ensure that all legal and ethical responsibilities of the agency are being fulfilled.
- Attend all quarterly and special teleconference board meetings; carefully review and consider all agenda related materials in advance of the board meeting date.
- Maintain confidentiality of confidential documents and information.

#### **IV. Best Practices**

These "best practices" further the mission of the Historical Society and utilization of these practices will help advance the Historical Society's various ambitions, goals, and objectives.

##### **Meeting Attendance**

- In order to function effectively and productively, the Historical Society needs the expertise, advice, and varied experiences of all of its trustees. Consistent meeting attendance and participation are paramount to these efforts. In the event that a trustee should miss more than two consecutive meetings of the board, the chair may confer with the trustee to decide what, if any, actions may be appropriate, up to and including a consideration of resignation.

##### **Enhance agency visibility and connectivity with elected officials and stakeholders**

- Attend regularly scheduled meetings with the Governor's office/Liaison
- Be present at the agency's budget hearings and legislative presentation(s)
- Implement agency's annual legislative program
- Encourage past board members involvement
- Ensure timely transmittal of advocacy messaging to Congressional delegation
- Serve as an advocate within the state government and the community to encourage and promote interest in Idaho history and in the Idaho Historical Society.

### **Enhance agency standing throughout the state**

- Be knowledgeable and enthusiastic about the programs and services of the Agency
- Acquaint yourself and become knowledgeable of the historical organizations, supporters, and issues in your area and serve as liaison between your district's groups and the ISHS
- Represent the agency in each District; seek opportunities to present agency message
- Promote membership in the Society
- Make strategic calls to members/donors quarterly
- Forward ISHS e-news letter to constituents
- Know the historical organizations, supporters, and issues in your area
- Present agency awards in your District
- Host Community Forums and fundraising events as scheduled
- Keep abreast of local, state, and federal historic preservation issues
- Support and uphold board decisions
- Demonstrate a respectful team collegiality among members of board and Agency staff

### **Lead and manage signature Board of Trustees programs**

- Esto Perpetua Annual Awards program
- Community Enhancement Grants
- Sister Alfreda Award
- Promote and attend history-related events in your area, particularly those presented, funded, or sponsored by the Historical Society such as Century Farm and Ranch Ceremonies

### **Enhance the financial position of the agency**

- Maintain personal membership
- Make an annual gift appropriate to your personal circumstances
- Participate in strategic development activities in coordination with staff and Foundation for Idaho History board. These activities may include membership drives, donor cultivation events, donor visitations, personal requests, special events, or special project/campaigns.
- Set policies that serve to guide the agency's operation. Empower staff to implement those policies.

## **V. CONFLICT OF INTEREST AND PERSONAL CONDUCT**

### **Statement of Philosophy**

The Board of Trustees is committed to excellence and transparency in public service. Each trustee is responsible for both the integrity and the consequences of his or her own actions and is expected to follow the highest standards of honesty, integrity, and fairness when engaging in any activity concerning the Historical Society.

## **Conflict of Interest**

Disclosure Requirement. Any time a real or potential conflict exists between or there could appear to be impropriety arising from an trustee's public duty and his or her private interest, outside activities or employment, the trustee shall disclose it to the board chair, in writing, at the earliest opportunity, and prior to acting upon the conflict or potential conflict. Following disclosure, the trustee shall take such steps as may be necessary to eliminate a conflict of interest, a potential conflict of interest or the appearance of an impropriety.

Prohibited Activities. Trustees shall not engage in conduct that violates or appears to violate the Ethics in Government Act of 2015, Idaho Code title 74 Chapter 4, or in bribery or corruption in violation of Idaho Code title 18 Chapter 13. Conduct in violation of these laws or presenting a conflict of interest arising from these laws or other laws includes, but is not limited to the following:

- Acts that provide or appear to provide preferential treatment to any organization or individual in the receipt of contracts or other benefits granted by the Historical Society.
- Profiting, directly or indirectly, from public funds, supplies, or equipment under the trustee's influence or control.
- Disclosing or appearing to disclose information that is not generally available to the public and is obtained in connection with the Trustee's official duties.
- Hiring or supervising, on behalf of the Historical Society, the Trustee's spouse, child, parent, sibling, or same relatives by marriage.
- Accepting or soliciting any gift, favor, service, loan or entertainment that might reasonably be interpreted as influencing the performance of the Trustee's duties for the Historical Society.
- Receiving compensation from sources other than the Historical Society for performing the Trustee's duties for the Historical Society.

Appearance of Impropriety. Certain situations require special attention and caution to avoid the appearance of impropriety. Trustees shall disclose such situations to the Board. These situations include, but are not limited to, the following:

- Employment by or volunteer activity for an organization that may receive benefits from or provide services to the Historical Society.
- Accepting gifts of any kind (including meals and entertainment) from individuals or organizations that receive or may receive benefits from or provide goods or services to the Historical Society. No gifts of more than \$50 in value should be accepted without prior approval from the Board Chair. The Board Chair shall not approve any gift in excess of \$50 unless he or she is assured that the gift involves no substantial risk of undermining official impartiality and that no pecuniary benefit in excess of \$50 accrues to the recipient, i.e. that no money, property or commercial interests be provided, the primary significance of which is economic gain.

## **Political Activities**

No Trustee may:

- Use his/her official authority or influence for the purpose of interfering with an election to or a nomination for office, or affecting the result thereof.
- Directly or indirectly coerce, attempt to coerce, command or direct any state employee to pay, lend or contribute any part of his/her salary or compensation or anything else of value to any party, committee, organization, agency, or person for political purposes.

Trustees retain the right in their personal capacity to:

- Register and vote in any election.
- Express their opinions as individuals privately and publicly on political subjects and candidates.
- Display a political picture, sticker, badge or button.
- Participate in the nonpartisan activities of a civic, community, social, labor, or professional organization, or of a similar organization.
- Be members of a political party or other political organization and participate in its activities.
- Attend a political convention, rally, fund-raising function or other political gathering.
- Sign a financial contribution to a political party or organization.
- Make a financial contribution to a political party or organization.
- Take an active part, in support of a candidate, in an election.
- Be politically active in connection with a question that is not specifically identified with a political party, such as a constitutional amendment, referendum, approval of a municipal ordinance or any other question or issue of a similar character.
- Serve as an election judge or clerk, or in a similar position to perform nonpartisan duties as prescribed by state or local law.
- Otherwise participate fully in public affairs, except as prohibited by law, in a manner that does not materially compromise the neutrality, efficiency, or integrity of his/her function as a Trustee.

### **ADDITIONAL RESOURCE MATERIALS:**

Idaho State Historical Society Statute, Chapter 41, Title 67, Idaho Code  
Chapters: 67-4123, 67-4124, 67-4125, 67-4126

Legal Review:

November 2020 Adam Warr, Idaho Office of the Attorney General