

North Grenville Public Library

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Policy Title: **Board By-Laws**

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The North Grenville Public Library Board is established in accordance with the Public Libraries Act, Revised Statutes of Ontario, 1990, chapter P.44 (hereinafter referred to as the Act) and is under the management and control of the North Grenville Public Library Board which is a corporation operating under the authority of the Act.

The North Grenville Public Library Board recognizes that the Act sets out procedures for the appointment of members of the Board, the qualifications of members, term of membership, disqualification of members and vacancies on the Board.

1. Purpose of the Board

The North Grenville Public Library Board shall seek to provide a comprehensive and efficient public library service that reflects the community's unique needs.

The North Grenville Public Library Board:

1. bears legal responsibility for the North Grenville Public Library
2. determines and adopts written policies to govern the operation of the Board and Library
3. understands the library-related needs of the community
4. determines the goals and objectives of the Library and secures adequate funds to fulfill these goals
5. fixes the dates and times for regular meetings of the Board and the mode of calling and conducting them, and ensures that full and correct minutes are kept
6. makes provision for insuring the Board's real and personal property
7. takes proper security for the treasurer
8. appoints a competent and qualified Chief Executive Officer (CEO); evaluates and determines the rate of pay of the CEO according to the Salary Grid of the Municipality of North Grenville, and if necessary, dismisses the CEO
9. works with the CEO to prepare a budget adequate to carry out the library's goals and objectives and presents this budget to municipal council
10. ensures that the Library is operated in accordance with the Act
11. approves and submits all reports required of the Municipal Council or the Government of Ontario.

2. Orientation of Members of the Board

The Chief Executive Officer shall ensure that all new Board members, before their first Board meeting, receive an introduction to the Library, its facilities, staff and services.

Each Board member shall receive the current Trustee Training Kit produced by the Library Trustee Development Program. Local information shall be inserted in this kit, including but not limited to:

1. the library's by-laws and policy statements
2. guidelines for the position of library trustee
3. the library's current budget
4. the library's latest audited financial statement
5. the names, addresses, telephone numbers and e-mail addresses of other members
6. a package of materials from the previous meeting(s) including minutes, reports etc.

3. Meetings of the Board

The Chief Executive Officer shall call the inaugural meeting of the North Grenville Public Library Board in each new term upon receipt of the confirmation of appointments from the Municipal Clerk and a by-law from the Municipal Council.

At each January meeting of the North Grenville Public Library Board the Secretary shall preside and conduct the elections for the position of Chairperson and Vice-Chairperson in accordance with Robert's Rules of Order and the Municipal Act of Ontario. Once selected, the Chairperson shall assume the chair for the appointment of committee members.

Regular meetings of the North Grenville Public Library Board shall be held at 7 p.m. on the second Thursday of each month from January to June and from September to December, unless such day be a legal, public or civic holiday, in which case the Board shall meet at the same hour on a date agreed to at the preceding meeting. Meetings shall be of two hours duration and a motion of the Board is required to extend the meeting beyond two hours. Regular meetings will be held at the Norenberg Building at 1 Water Street in Kemptville. If the day and time does not suit the members of the board it may be changed on an annual basis with a majority vote.

The Chairperson or any two members of the Board may summon a special meeting of the Board by giving each member reasonable notice in writing, specifying the purpose for which the meeting is called and that purpose shall be the sole business transacted at the meeting.

Board meetings shall be open to the public except where the Board is of the opinion that intimate financial, personnel, legal or property matters may be disclosed.

When the Board determines that matters should be dealt with in the absence of the public or a staff member, a motion to move into in-camera session must be moved, seconded and approved by a majority vote. Motions to move in-camera are not debatable. At the conclusion of the in-camera session, a motion must be moved, seconded and approved by a majority vote to return to public session. A motion to confirm any motions approved during the in-camera session shall be made.

In-camera items will be debated before or after the scheduled meeting and will have a separate agenda.

4. Attendance at Meetings

Regular attendance of all Board meetings is vital to the satisfactory conduct of Board business. In the event that a member must be absent from any meeting, that member shall notify the Secretary prior to the day of the meeting, if possible.

Should a member be absent for three (3) consecutive meetings, the Board shall consider the circumstances of the absence and either

1. notify the Municipal Council that the seat is vacant, or
2. pass a resolution authorizing that person to continue as a Board member until the next meeting.

5. Chairperson of the Board

The Chairperson of the North Grenville Public Library Board acts as an official representative of the Library and in a leadership role to the Board, ensures the proper functioning of the Board and the proper conduct of Board business, in accordance with appropriate legislation and prescribed rules of procedure.

In addition, the Chairperson is responsible for:

1. presiding at regular and special meeting of the Board in accordance with the Act and any other relevant legislation and with the rules of procedure adopted by the Board.
2. serving as an ex-officio member of all Board committees.
3. acting as an authorized signing officer of all documents pertaining to Board business.
4. representing the Board, alone or with other members of the Board, at any public or private meetings for the purpose of conducting, promoting or completing the business of the Board.
5. determining the responsibility of committees to deal with matters which arise where it is unclear which committee has responsibility, subject to eventual confirmation by the Board.
6. ensuring that vacancies on Board committees are filled as expeditiously as possible.
7. advising the Vice-Chairperson, if for any reason, the Chairperson is temporarily unable to perform these functions.

The Chairperson shall not commit the Board to any course of action in the absence of the specific authority of the Board.

The term of office for the Chairperson of the North Grenville Public Library Board shall be one year. The election of the Chairperson shall take place at the first meeting of the Board in January.

6. Vice-Chairperson of the Board

In the absence of the Chairperson, the Vice-Chairperson of the North Grenville Public Library Board acts as an official representative of the Library and in a leadership role to the Board, ensures the proper functioning of the Board and the proper conduct of Board business, in accordance with appropriate legislation and prescribed rules of procedure.

In addition, the Vice-Chairperson is responsible for:

1. exercising all powers and performing all duties of the Chairperson, in the absence of the Chairperson.
2. exercising such powers and duties as may be assigned by the Board.

The term of office of the Vice-Chairperson of the North Grenville Public Library Board shall be one year. The election shall take place at the first meeting of the Board in January.

7. Chief Executive Officer of the Board

The Board shall employ a Chief Librarian who shall be the Chief Executive Officer of the Library but is not a voting member of the Board.

The Chief Executive Officer may also serve as Secretary and may also serve as Treasurer.

The Board shall establish a job description and describe the hours of work. Salary and benefits are as set forth by the Municipality of North Grenville in the salary grid applicable to municipal employees. The CEO and all employees of the North Grenville Public Library Board are nonetheless, not municipal employees.

The job description shall clearly list the duties assigned to the position and establish the reporting relationships of the Chief Executive Officer.

The Board shall conduct an annual evaluation of the performance of the Chief Executive Officer to aid in setting objectives for the next year. This evaluation shall be conducted by a committee of two (2) members of the Board and these members will be as suggested by the Chairperson and agreed to by the Board.

8. Order of Proceedings

Meetings shall be called to order as soon after the hour fixed for a meeting as a quorum is present.

“The presence of a majority of the board is necessary for the transaction of business at a meeting.” The Act, Section 16(5)

As the North Grenville Public Library Board is composed of a minimum of five (5) members and a maximum of nine (9) members, two thirds of the members shall constitute a majority of the members of the Board. No business of the Board shall be transacted except at a meeting at which a majority of the Board is present.

Where a quorum is not present within thirty minutes after the hour fixed for a meeting, the Secretary shall record the names of the Board members present and the meeting shall stand adjourned until the next regular meeting or until a special meeting is called.

If notified by a majority of Board members of their anticipated absence from a meeting, the Secretary shall notify all members of the Board that the meeting is canceled.

In the absence of the Chairperson, the Vice-Chairperson shall preside.

The order of business for all regular meetings of the Board shall be as follows:

1. Call to order
2. Approval of the agenda
3. Declaration of any conflict of interest
4. Motion to adopt the minutes of the previous meeting
5. Business arising from the minutes
6. Correspondence
7. Chairperson's remarks
8. Treasurer's report
9. Chief Executive Officer's report
10. Committee reports
11. Other business
12. Date of the next meeting
13. Adjournment

All business shall be dealt with in the order of the agenda unless otherwise decided by the Board.

9. Conduct of Proceedings

It shall be the duty of the Chairperson of the North Grenville Public Library Board to:

1. open meetings of the Board by calling members to order
2. announce the business before the Board in the order in which it is to be addressed
3. receive and submit, in the proper manner, all motions presented by the members of the Board
4. put to vote all motions which are moved and seconded in the course of the proceedings, and to announce the results
5. decline to put to vote motions which infringe the rules of procedure
6. restrain the members, when engaged in debate, within the rules of order
7. exclude any person from a meeting for improper conduct
8. enforce the observance of order and decorum among the members
9. authenticate, by signing, all by-laws, resolutions and minutes of the Board
10. inform the Board, when necessary or when referred to for the purpose, in a point of order or usage
11. represent and support the Board, declaring its will, and implicitly obeying its decisions in all things

12. receive all messages and communications and announce them to the Board
13. Appoint members to committees
14. Ensure that the decisions of the Board are in conformity with the laws and by-laws governing the activities of the Board

10. Rules of Debate

In directing the course of debate, the Chairperson shall:

1. preserve order and decide questions of order
2. designate the member who has the floor when two or members wish to speak
3. state all motions presented or require the Secretary to read the motion before permitting debate on the question
4. put the question to vote when all members wishing to speak to it have spoken once or when further debate will not serve to advance the business before the Board

In addressing the Board, no member shall:

5. speak beside the question in debate
6. reflect upon any prior determination of the Board except to conclude such remarks with a motion to rescind such determination
7. interrupt the member who has the floor except to raise a point of order
8. speak more than once to the same question except upon the consideration of a report referred by a committee to the Board for a decision, in explanation of a statement which may have been misinterpreted, or with permission of the Board after all other members so desiring, have spoken.

Any member may request the question of motion under discussion to be read at any time during the debate.

Every member present, when a question is put to a vote, shall vote thereon unless a member has declared a conflict of interest.

11. Motions

1. a motion must be seconded before it can be debated, put to a vote or recorded in the minutes.
2. after a motion has been properly moved and seconded, it can be withdrawn only by resolution approved by the board.
3. a motion properly before the Board must receive disposition before any other motion to amend, adjourn, extend the hour of proceedings, or on a matter of privilege.
4. only one motion to amend the main motion shall be allowed.
5. a motion to adjourn is not debatable, cannot be amended, and, if resolved in the negative, cannot be made again until after some immediate proceeding shall have been completed by the Board.

6. a motion for reconsideration of a question which has been decided upon but not acted upon may be made at any time by a member who voted on the question with the majority and until the motion for reconsideration has received disposition no further discussion of the question shall be allowed.
7. a motion containing distinct proposals may be divided with agreement of the Board.

12. Voting on Motions

1. The Chairperson may vote with the other members of the Board upon all questions.
2. Any question on which there is an equality of votes, for and against, shall be deemed to be a negative vote.
3. Only committee members may move and second motions and vote in committee meetings. All Board members may participate in discussions of matters before the committee.
4. A separate vote shall be taken upon each proposal contained in a question divided with the approval of the Board.
5. Voting shall normally be by a show of hands.
6. Upon the request of a member who was present when the question was stated, a recorded vote shall be taken.
7. As the CEO is not a member of the Board, the CEO does not cast a vote.

13. Committees of the Board

The Board may, at the annual meeting, appoint the following standing committees:

1. Finance and Personnel
2. Planning and Policy
3. Public Relations

The North Grenville Public Library Board shall be responsible for establishing Terms of Reference and specific duties for each of these committees.

At the first meeting of each committee each year, a Chairperson shall be elected from the committee members appointed.

The Chairperson of the Board shall be an ex-officio member of all committees.

Meetings of committees may be called by the Chairperson of the committee or by a majority of the members of a committee.

Committees shall operate within the terms of reference established and approved by the Board. The terms of reference may be amended on a two thirds majority vote by the Board.

14. Financial Year

The financial year of the North Grenville Public Library Board shall begin on January 1st and shall terminate on the 31st day of December in each year.

15. Signing Officers of the Board

The Board shall appoint at least three signing officers of the Board.

All cheques or other orders for the payment of money in the name of the North Grenville Public Library Board must be signed by any two signing officers.

16. Bank Accounts

Bank accounts required for the business of the Board shall be opened in the Board's name by the Treasurer in branches of chartered banks, trust companies or credit unions as the Board may from time to time determine by resolution. Surplus funds shall be invested by the Treasurer in the name of the Board in a manner directed by the Board.

17. Reimbursement of Expenses

The North Grenville Public Library Board shall, upon submission of receipts (where available), reimburse its members for appropriate travel and other expenses in the performance of assigned duties as members of the Board.

18. Audit

The accounts of the Board shall be audited by auditors appointed by the Municipality at the conclusion of each financial year, upon the death, resignation, dismissal or other termination of the CEO and at other such times as the Board may direct.

The Secretary of the Board shall annually receive copies of the Library's audited financial statement from the Municipality, distribute a copy to each Board member and file two copies with the Library's official records.

19. Amendment of By-Laws

A motion to amend or remove a by-law of the North Grenville Public Library Board shall require a majority of the members of the Board in order to be carried, providing that notice shall have been given at the previous meeting of the Board.