

Grey Highlands Public Library Board - Procedural Bylaw

Board motion number: 01-02 Date of original motion: Feb.22/01

Board motion number to amend: #50-06 Date of review: Nov. 22/06

Chairperson's signature:  Date: _____

1.0 Statement of authority

The Grey Highlands Public Library is established in accordance with the *Public Libraries Act, Revised Statutes of Ontario, 1990, chapter P.44, and subsequent amendments*, and is under the management and control of the Grey Highlands Public Library Board which is a corporation operating under the authority of the *Act* and established under By-law #2001-13 of the Corporation of the Municipality of Grey Highlands.

The Grey Highlands 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.

1.1 Purpose of the board

The Grey Highlands Public Library Board shall seek to provide, in co-operation with other boards, a comprehensive and efficient public library service that reflects the community's unique needs.

The Grey Highlands Public Library Board:

1. Bears legal responsibility for the Grey Highlands Public Library System
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 fulfil 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. Ensures that all financial matters are in order
8. Appoints a competent and qualified Chief Executive Officer; evaluates and fixes the rate of pay of the CEO, 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 *Public Libraries Act, R.S.O. 1990, chapter P.44, and subsequent amendments*
11. Approves and submits all reports required or requested by the Municipal Council or the Government of Ontario.

1.2 Composition & Representation

The Board shall consist of nine (9) members appointed by the Council and of these the majority shall be volunteers citizens; and further that the Council will seek to appoint trustees who will represent various sectors of the community. The council shall not appoint more of its own members to the Board than the number that is one less than a majority of the Board.

1.3 Qualifications

A person is qualified to be appointed as a member of the Board who is a member of the appointing council or:

- a) is at least eighteen years old;
- b) is a Canadian citizen;
- c) is a resident of the municipality for which the Board is established
- d) is not employed by the Board or by the municipality
- e) is a resident of a contracting municipality

1.4 Term of Office

A Board Member shall hold office for a term concurrent with the term of the appointing council or until a successor is appointed, and may be reappointed for one or more further terms.

1.5 Vacancies

The clerk of the appointing municipality shall give public notice of vacancies on the Board by publishing a notice of them, inviting applications in newspapers of general circulation in the municipality.

When a vacancy arises in the membership of the Board, the appointing council shall promptly appoint a person to fill the vacancy, except where the unexpired term is less than forty-five days.

1.6 Orientation of members of the board

Each Board member shall receive the current *Trustee Training Kit* produced by the Library Trustee Development Program. Local information shall be inserted into this kit, including:

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 and telephone numbers of other members
6. a package of materials from the previous meeting (minutes, reports, etc.)

1.7 Meetings of the board

The Chief Executive Officer shall call the **first meeting** of the Grey Highlands 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. The CEO shall preside and conduct the elections for the position of Chairperson. The Chairperson shall assume the chair for the election of Vice-Chairperson and the appointment of Secretary-Treasurer and committee members.

Regular meetings of the Grey Highlands Public Library Board shall be held each month from January to June and September to December, unless such day shall be a legal, public or civic holiday, in which case the Board shall meet at the same hour on a date agreed upon at the preceding meeting of the Board. Regular meetings will be held at one of the three library branches. The conduct of any Board meeting shall be governed by the Public Library Act. In all cases not provided for in said Act, *Robert's Rules of Order* shall apply.

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 which shall be the sole business transacted at the meeting.

The **annual meeting** of the Grey Highlands Public Library Board shall be held within four months of the end of the preceding calendar year. The CEO's Annual Report and statements of operations for the previous year shall be presented to the Board. Committees of the Board as the Board requires for the coming year shall be appointed.

Despite any other Act, Board meetings shall be **open to the public**, except where the Board is of the opinion that intimate financial or personnel matters may be disclosed at a meeting.

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.

1.8 Attendance at meetings

Regular attendance of all Board members at 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.

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

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

1.9 Chairperson of the board

The Chairperson of the Grey Highlands 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 meetings of the Board in accordance with the *Public Libraries Act, Revised Statutes of Ontario, 1990, chapter P.44* and 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 Grey Highlands Public Library Board shall be three years. The election shall take place at the first meeting of the Board.

2.0 Vice-Chairperson of the board

In the absence of the Chairperson, the Vice-Chairperson of the Grey Highlands 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, from time to time, be assigned by the Board.

The term of office of the Vice-Chairperson of the Grey Highlands Public Library Board shall be three years. The election shall take place at the first meeting of the Board in each term.

2.1 Committees of the board

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

1. Finance and Planning
2. Personnel and Policy
3. Property
4. Technology
5. Ad Hoc

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

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

2.1.5 Terms of Reference for Committees

a) Finance and Planning Committee

The Finance and Planning Committee is responsible to the Grey Highlands Public Library Board for interpreting the goals and objectives of the Board and stating them in financial terms to include budgeting, expenditure and management of funds.

It shall:

Recommend policies for banking arrangements and money management and monitor the application of these policies;

Review the initial estimates prepared by the Chief Executive Officer and recommend adoption and/or revision by the Board;

Recommend the fee, liaise with, and negotiate arrangements for providing library service to contracting municipalities;

Recommend alternative sources of revenue, if needed;

Prepare the proposed budget of the Library for the Board's presentation to Grey Highlands council and contracting municipalities;

Initiate the long range planning process for the library;

Perform other tasks as assigned by the Board;

Pass on accumulated files to the incoming Chairperson through the outgoing Chairperson

b) Personnel and Policy Committee

The Personnel and Policy Committee is responsible for:

Recommending policy for all library services

Developing and reviewing personnel requirements and policy

It shall :

Do annual review of existing policy;

Make recommendations to the Board for additions and deletions of the; policy as necessary;

Do annual CEO performance appraisal;

Evaluate staff deployment studies presented by the CEO to ensure staffing is adequate to meet community needs;

Evaluate the CEO's recommendations relative to the staffing needs created by the introduction of new services.

Pass on accumulated files to the incoming chairperson through the outgoing chairperson.

c) Property

The Property Committee is responsible for ensuring that all buildings and furnishings of the Grey Highlands Public Library system are maintained.

It shall:

Ensure that repairs and maintenance at each branch are carried out;

Ensure that arrangements are made for snow removal, landscaping, grass cutting

Make recommendations to the Board

Be responsible to the Board and oversee building and maintenance issues.

Pass on accumulated files to the incoming chairperson through the outgoing chairperson.

d) Ad Hoc Committees

Ad Hoc committees will be established to study a particular area of concern. The composition and duties of the committees shall be established at the time of striking. These committees are dissolved when their goals have been achieved or after deliberations are complete and a final report and recommendations have been presented to the Board.

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

2.2 Chief Executive Officer

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

The Chief Executive Officer may also serve as Secretary-Treasurer of the Board. The Board shall establish a job description, hours of work, salary and benefits for the position.

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.

2.3 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."

Public Libraries Act R.S.O. 1990 chapter P.44 Section 16(5)

As the Grey Highlands Public Library Board is composed of nine members, five or more 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 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 cancelled.

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 Agenda
3. Declaration of any conflicts of interest
4. Minutes of the preceding meeting
5. Business arising from the minutes
6. Correspondence
7. Chief Executive Officer's report
8. Treasurer's report
9. Committee reports
10. Other business
11. Date of the next meeting
12. Adjournment

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

2.4 Conduct of proceedings

It shall be the duty of the Chairperson of the Grey Highlands Public Library Board to:

1. Open meetings of the Board by calling the members to order
2. Announce the business before the Board in the order of which it is to be acted upon
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 proceedings, and to announce the results
5. Enforce the observance of order and proper conduct among the members
6. 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. Ensure that the decisions of the Board are in conformity with the laws and by-laws governing the activities of the Board.

2.5 Rules of debate

In directing the course of debate, the Chairperson shall:

1. Preserve order and decide questions or order
2. Designate the member who has the floor when two or more 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 interpreted incorrectly, or with permission of the Board after all other members so desiring have spoken

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

Every member present, when a question is put, shall vote thereon unless a member has declared a conflict of interest. A member may approve, oppose or abstain on a vote.

2.6 Motions

1. A motion must be seconded before it can be debated, put to vote or recorded in the minutes.
2. After a motion has been properly moved and seconded, it can only be withdrawn by resolution approved by the Board.

3. A motion properly before the Board must receive disposition before any other motion to amend, adjourn, extend hour of proceedings, or on a matter or 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 containing distant proposals may be divided with agreement of the Board.

2.7 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.

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

The CEO shall attend all committee meetings.

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 with the terms of reference established and approved by the Board. The terms of reference may be amended on a 2/3 majority vote by the Board.

2.8 Financial year

The Financial year of the Grey Highlands Public Library Board shall terminate on the 31st day of December in each year.

2.9 Signing officers of the board

The CEO shall approve payment of all invoices.

The CEO, Chairperson and Vice-Chairperson of the board shall act as signing officers for the Library Board, with any two signatures being acceptable.

All cheques for the payment of money in the name of the Grey Highlands Public Library Board shall be signed by the treasurer of the Municipality of Grey Highlands.

3.0 Bank accounts

Bank accounts and financial records required for the business of the Board shall be administered through the Treasurer of the Municipality of Grey Highlands.

3.1 Reimbursement of expenses

The Grey Highlands Public Library Board shall, upon submission of receipts, reimburse its members for proper travelling expenses incurred in carrying out their assigned duties as members of the Board.

3.2 Audit

The accounts of the Board shall be audited by auditors appointed by the Municipality at the conclusion of each financial year.

The CEO shall annually receive copies of the Library's audited financial statement from the Municipality and file two copies with the Library's official records.

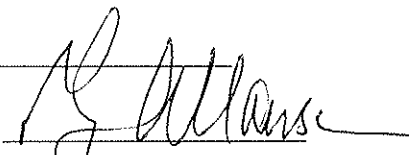
3.3 Amendment of by-laws

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

**By-Law of the Grey Highlands Public Library Board
appointing the Chief Librarian as
the Chief Executive Officer**

Board motion number: 01-03 Date of review: _____

Date of original motion: Feb.22/01 Chairperson's signature: _____



WHEREAS Section 15(2) of the *Public Libraries Act, R.S.O. 1990, chapter p.44, and subsequent amendments* provides that the board shall appoint a Chief Executive Officer who shall have general supervision over and direction of the operations of the public library and its staff, shall attend all board meetings and shall have the other powers and duties that the board assigns to him or her from time to time.

AND WHEREAS in most organizations the Chief executive Officer is employed to devote full time to his or her work as administrative officer and general manager of the organization.

NOW THEREFORE the Grey Highlands Public Library Board ENACTS AS FOLLOWS:

1. That the Board shall employ under contract a chief librarian who holds a library technician diploma or equivalent from an accredited college or university.
2. That the chief librarian is the Chief Executive Officer of the Library and has general supervision over and direction of the operations of the library, and has such other powers and shall perform such other duties as from time to time may be conferred upon or assigned to him or her by the Board, and without limiting the generality of the foregoing,
 - a) shall make recommendations to the board as to all appointments to and all promotions in, and removals from the staff of the Library.
 - b) may suspend with cause, any member of the staff of the Library, and forthwith, after suspending any person, shall report his or her action to the Board with a statement of his or her reason therefor;
 - c) shall, together with the Chairperson of the Board, represent the Board before the appointing council during the presentation of the Board's proposals; and
 - d) shall report annually to the Board on the affairs of the Library and make such recommendations thereon as he or she considers necessary