



Agenda  
Library Board

March 27, 2023

3:00 pm

St. Marys Public Library

15 Church Street North, St. Marys

YouTube Link - <https://www.youtube.com/channel/UCzuUpFqxcEI8OG-dOYKteFQ>

Pages

1. **CALL TO ORDER**
2. **NEW AND UNFINISHED BUSINESS**
  - 2.1 **Review of Policy Review Schedule 2022-2026** 2
  - 2.2 **Review of BL-01 Constitution and Terms of Reference** 3
3. **ADJOURNMENT**

## Appendix A: Policy Review Schedule

Policies are generally reviewed every four years; once each Library Board cycle, with some exceptions.

Policy Title	Date of Last Revision	Next Scheduled Revision
<i>ByLaws</i>		
BL-01 Constitution and Terms of Reference	May 2019	April/May 2023
BL-02 Loan Periods and Fees for Service	September 2019	June 2023
<i>Foundational</i>		
FN-01 Intellectual Freedom	November 2019	September 2023
FN-02 Respect and Acknowledgement Declaration	July 2019	October 2023
<i>Governance</i>		
GOV-01 Purpose and Duties of the Board	September 2019	November 2023
GOV-02 Board Development Policy	September 2019	December 2023
GOV-03 Standard Policy Practices	May 2019	January 2024
GOV-04 Planning	January 2020	February 2024
GOV-05 Memorandum of Understanding	June 2022	March 2024
<i>Operational</i>		
OP-01 Collection Development	November 2019	April/May 2024
OP-02 Circulation	September 2019	June 2024
OP-03 Unattended Child Policy	November 2019	September 2024
OP-04 Adult Learning Training Support	January 2020	October 2024
OP-05 Volunteer Policy	January 2020	November 2024
OP-06 Reference and Information Services Policy	January 2020	January 2025
OP-07 Children's and Youth Services	November 2019	February 2025
OP-08 Staff Code of Conduct	January 2020	March 2025
OP-09 Programming	November 2019	April/May 2025
OP-10 Public Internet Use Policy	September 2019	June 2025
OP-11 Community Information	January 2020	September 2025
OP-12 Public Code of Conduct	January 2002	October 2025
OP-13 Safety, Security and Emergencies Policy	January 2020	November 2025
OP-14 Library and Political Elections	May 2018	December 2025
OP-15 Privacy and Access to Information	April 2016	January 2026

### Notes:

The Employee Code of Ethics was reviewed and renamed the Staff Code of Conduct in March 2014.

The Multimedia Use Policy was withdrawn in April 2014 because it is now included in the Circulation and Services Policy.

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# St. Marys Public Library



Policy Type: By-Law

Policy Number: BL-01

Policy Title: Constitution and Terms of Reference

Policy Approval Date: April 2023

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## 1. Objective

Where required, the Library Board adheres to the *Public Libraries Act, R. S. O. 1990, c. P44* as it relates to the composition of the Board and the election and appointment of officers. The purpose of this By-Law is twofold: to outline the appointment process, as per the *Municipal Act, 2001, S.O. 2001, c. 25*, and to guide the Library Board's appointment of its officers. In addition, this By-Law outlines the responsibilities of each of these officers.

## 2. Policy Statement

- 2.1 This By-Law defines the purpose, roles and responsibilities of Library Board members; and
- 2.2 How members will conduct meetings, in accordance to the *Public Libraries Act, R. S. O. 1990, c. P44* and the *Municipal Act, 2001, S.O. 2001, c. 25*.

## 3. Composition of the Library Board

- 3.1. While the Public Libraries Act, section 10(4) prescribes a board of no fewer than five (5) members, and gives the Municipal Council the power to make appointments, the St. Marys Public Library Board shall be composed of a minimum of five (5) members and a maximum of eleven (11);
- 3.2. In accordance with the *Public Libraries Act*, section 10(2a), Municipal 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;
- 3.3. Any Contracting Municipality shall have the right to recommend one individual to Council for appointment to the Board in accordance with the contract. For St. Marys, one (1) Council representative and one (1) community representative will be accepted to the Board from contracting Municipalities;
- 3.4. In accordance with the Public Libraries Act, section 10(3), a Board member shall hold office for a term concurrent with the term of the appointing Municipal Council, or until a successor is appointed;
- 3.5. A Board Member may be re-appointed for one or more terms;
- 3.6. A member seeking re-appointment must follow the same process of application for consideration as for new candidates to the Board;
- 3.7. In accordance with the Public Libraries Act, section 13, if any member of the Board is disqualified from holding office, the members shall forthwith declare the seat vacant and notify the Municipal Council accordingly. A Board Member forfeits his or her seat if he or she:
  - a. Is absent for three or more consecutive meetings without being authorized by a board resolution; or
  - b. Becomes incapacitated; or

- c. Is convicted of an indictable offense; or
  - d. Ceases to be qualified in accordance with the Public Libraries Act; or
  - e. Otherwise forfeits his or her seat.
- 3.8. In accordance with the Public Libraries Act, section 12, when a vacancy arises in the membership of the Board, the Municipal Council shall promptly appoint a person to fill the vacancy and to hold the office for the unexpired term, except where the unexpired term is less than forty-five (45) days.

#### **4. Officers of the Library Board**

- 4.1. In accordance with the Public Libraries Act, section 14, at the first meeting of the new term, members of the Library Board shall elect a chair and vice chair from among the members of the Board;
- 4.2. In accordance with the Public Libraries Act, section 15, the Library Board shall appoint a Chief Executive Officer (CEO), who may also be secretary and treasurer of the Library Board, as allowed by the Public Libraries Act, section 15(5); and
- 4.3. If any of the officers retire, step down or are dismissed during his/her term, the Library Board must immediately elect or appoint a new officer.

#### **5. Terms of Reference for the Board Chair**

- 5.1. In accordance with the *Public Libraries Act, R.S.O. 1990, c. P44* section. 14 (3), a Board shall elect one of its members as chair at its first meeting in a new term;
- 5.2. The term of office for the Chair of the St. Marys Public Library shall be for a period of two (2) years, at which a re-election of the Chair will commence. The current Chair is eligible for re-election;
- 5.3. The Chair leads the Library Board, acts as an official representative of the Library, ensures the proper functioning of the Board and the proper conduct of Board business in accordance with the appropriate legislation/prescribed rules of procedures, as adopted by the Board; and
- 5.4. The Chair:
  - a. Presides at all meetings of the Board;
  - b. Sits as an ex-officio member of all committees of the Board;
  - c. In accordance with the *Public Libraries Act, R.S.O. 1990, c. P44*, section 16(6), vote on all questions;
  - d. Calls the Annual General Meeting each year, at the discretion of the Board;
  - e. Acts as an authorized signing officer of all documents pertaining to Board business;
  - f. Co-ordinate the CEO evaluation process; and
  - g. Represents the Library Board, alone or with other members of the Library Board, at any public or private meetings for the purpose of conducting, promoting or completing the business of the Board.

#### **6. Terms of Reference of the Vice-Chair**

- 6.1. The election of Vice-Chair shall take place at the first meeting of the Library Board;
- 6.2. The Vice-Chair shall have a term in conjunction with the Chair (2 years), after which an election for new Vice-Chair shall commence. The current Vice-Chair is eligible for re-election; and
- 6.3. In the absence of the Board Chair, the Vice-Chair shall perform the duties of the Chair, including presiding over Library Board meetings.

#### **7. Terms of Reference of the Secretary**

- 7.1. As permitted by the *Public Libraries Act, R.S.O. 1990, c. P44*, section 15(5), the Chief Executive Officer of the St. Marys Public Library may serve as the Secretary of the Library Board;
- 7.2. The Library CEO, with the approval of the Library Board, is authorized to delegate the duties and

functions of the Secretary to a Library staff member;

- 7.3. The Secretary acts as the record-keeper to the Library Board. In the absence of the Secretary, the Library Board may appoint one of its members as the acting secretary;
- 7.4. In accordance with the *Public Libraries Act, R.S.O. 1990, c. P44*, section 15(3), the Secretary will:
  - a. Keep minutes of every meeting of the Board;
  - b. Conduct the Board's official correspondence; and
  - c. Provide copies of minutes for each member of the Board.

## **8. Terms of Reference of the Treasurer**

- 8.1. As permitted by the *Public Libraries Act, R.S.O. 1990, c. P44*, section 15(5) the Chief Executive Officer of the St. Marys Public Library may serve as the Treasurer of the Library Board;
- 8.2. The Treasurer shall monitor all financial activities of the Library, and shall ensure that complete and accurate records are kept in accordance with generally accepted accounting practices;
- 8.3. In accordance with the *Public Libraries Act, R.S.O. 1990, c. P44*, section 14(4), the Treasurer will:
  - a. Receive and account for all the Library Board's money;
  - b. Deposit all money received on the Library Board's behalf;
  - c. Disburse the money as the Library Board directs; and
  - d. Act as Treasurer for the Adult Learning Program of Perth.
- 8.4. The Treasurer will act as an authorized signing officer of all documents pertaining to the financial business of the Library Board; and
- 8.5. The Treasurer will provide the Library Board with a report of all financial account and the financial position of the Library, monthly or as otherwise required.

## **9. Terms of Reference of the Chief Executive Officer (CEO)**

- 9.1. In accordance with the *Public Libraries Act, R.S.O. 1990, c. P44*, section 15(2) the Library Board appoints a CEO who, acting within the parameters of Board Policies:
  - a. Makes recommendations on Policies to the Library Board;
  - b. Carries out directions from the Library Board;
  - c. Hires and terminates staff, in consultation with the Town;
  - d. Attends all Library Board meetings, and prepares the agenda prior to each Board meeting in cooperation with the chair;
  - e. Ensures the agenda, with all reports and enclosures, is distributed to all members of the Board prior to the relevant Board meeting;
  - f. Implements overall direction of the Library; and
  - g. Has all other powers and duties that the Library Board assigns, including oversight and providing direction to the Adult Learning Program of Perth, as well as serving as the representative of the Library on the joint management committee of Perth County Information Network (PCIN).
- 9.2. The Library Board delegates the authority for management and operations of services to the Chief Executive Officer; and
- 9.3. As a non-voting member of the Library Board, the CEO:
  - a. Does not vote on Library Board Business;
  - b. Sits ex-officio on all committees of the Library Board, and acts as a resource person;
  - c. Develops and presents the Library budget before the Town of St. Marys Council and any contracting Municipalities;
  - d. Reports directly to the Library Board on the affairs of the Library, and makes recommendations s/he considers necessary; and
  - e. Interprets and communicates the Library Board's decision to the Staff of the St. Marys Public Library

and Adult Learning Program of Perth.

## **10. Meetings**

- 10.1. The Board holds a minimum of **seven (7)** regular meetings annually, and may meet at such other times, as it considers necessary;
- 10.2. The Board holds an Annual General Meeting (AGM) each year, the date being at the discretion of the Board;
- 10.3. Under the Act, the CEO will call the first Board meeting of the new term. For all regular meetings other than the first meeting, the CEO shall give members at least seven (7) days' notice of any meeting with materials, including an agenda and minutes of the previous meeting. Where possible, notice will be given one week in advance of the meeting (by paper or electronic means);
- 10.4. All motions are recorded accurately by the Secretary;
- 10.5. All meetings are open to the public, except as provided in Section 14; and
- 10.6. The Chair may exclude any person for improper conduct at a meeting.

## **11. Special Meetings**

The Chair, or any two members of the Board, may summon a special meeting of the Board by giving each member adequate notice, not less than one week, in writing by paper or electronic means, specifying the purpose for which the meeting has been called.

## **12. Quorum**

The presence of a majority of Board members is necessary for the transaction of business at a meeting and constitutes a quorum.

## **13. Voting**

- 13.1. The Chair and Vice-Chair may vote with the other members of the Board upon all questions. Any motions that have an equal number of votes for and against (tie) does not pass. Without a majority of votes in favour, the proposed motion dies;
- 13.2. If a Board Member, at a meeting at the time of a vote, requests immediately before or after the taking of the vote that the vote be recorded, each member present, except a member who is disqualified from voting by any Act, shall announce his or her vote openly and the Secretary of the Board shall record each vote; and
- 13.3. Any Board Member who is present at a Board meeting, who does not vote, shall be deemed to be a negative vote.

## **14. Closed Meetings**

- 14.1. A meeting, or part of a meeting, may be closed to the public if the subject matter being considered is about one or more of the following:
  - a. A personal matter about an identifiable individual;
  - b. A proposed or pending acquisition or disposition of land by the Board;
  - c. Labour relations or employee negotiations;
  - d. Litigation or potential litigation, including matters before administrative tribunals, affecting the Board;
  - e. Advice that is subject to solicitor-client privilege, including communications necessary for that purpose; and

- f. The consideration of a request under the *Municipal Freedom of Information and Protection of Privacy Act*, if the Board or a Board member is the head of an institution for the purposes of that Act.

## **15. Finance**

- 15.1. The financial year for the Library falls with the financial year of the Town of St. Marys, January 1 to December 31;
- 15.2. The financial year for the Adult Learning Programs of Perth falls with the financial year of the Ministry, April 1 to March 31. Year-end financial reporting for Adult Learning occurs at Town financial year and Ministry financial year;
- 15.3. Council appoints auditors. The Library Accounts are included in the Town's financial audit;
- 15.4. All expenditures, if not already included in the approved budget, must be approved by a motion of the Board and, if necessary, of Council; and
- 15.5. The Board may reimburse members for travel and other expenses incurred in carrying out duties as members of the Board.

## **16. Rules of Order**

- 16.1. The location of Board meetings is generally the Library unless otherwise directed in the notification of the meeting;
- 16.2. In the event no quorum is present within 30 minutes of designated starting time, the Secretary records the names of the members present and the meeting is adjourned and rescheduled;
- 16.3. At the beginning of each meeting, each Board member declares any potential pecuniary interest or conflict of interest based on the agenda, as per the *Municipal Conflict of Interest Act, R.S.O. 1990, c. M.50*; and
- 16.4. Each motion amendment is voted on before the main question is put to a vote. Any amendment made can only be applied to one motion.

## **17. Amendments to the Constitution**

- 17.1. The Constitution is reviewed for any necessary changes every **four** years. Changes to the Act or other legislation may necessitate a change at any time. Should any applicable legislation require a change, the Constitution will be changed as soon as possible and the legislation supersedes the Constitution in the interim; and
- 17.2. The Constitution may be amended by approval of a motion by a two-thirds majority of votes cast at a regular meeting of the Board provided that at least one week written notice is sent to each member, by electronic means or by paper, and that the notice includes notification of the proposed amendment.

## **18. Sub-Committees of the Board**

- 18.1. The St. Marys Public Library Board has used the sub-committee model in the past to prepare policy revisions, develop annual budgets, make hiring decisions and prepare recommendations to come before the Library Board. Internal Committees include:
- 18.1.1. The Personnel Committee (Two representatives), deals with staff issues, including dispute resolution, according to the Board/Town Relationship Policy and other Board policies including:
- reviewing the organizational chart as requested by the Board and/or by the CEO,
  - attending staff meetings at the request of the CEO,
  - conducting the CEO's annual review in conjunction with the Chair,

- in the case of a Board vacancy, suggesting one or more suitable individuals to the Board for Council consideration.

18.1.2. The Finance Committee (Two representatives), who, in conjunction with the CEO, is responsible for the preparation and presentation of the yearly budget to the Board and assists the Treasurer in monitoring for adherence to the budget.

18.1.3. The Policy Committee (Two representatives) revises existing and drafts new Library policies for Board consideration in accordance with the schedule in the Standard Policy Practices or as required.

18.1.4. The Adult Learning Program, Perth Committee (ALPP) (Two representatives plus an external representative), along with the CEO and Adult Learning Coordinator quarterly to:

- Consults on the preparation of the yearly operating budget;
- Monitors spending variances from the annual budget;
- Provides advice and support to the Learning Coordinator;
- Assists with grant and funding proposals, and;
- Advises on opportunities with the funding bodies.

18.1.5. The Property and Planning Committee (Three Representatives)

- Monitors any issues relating to the Library building and surrounding property and makes recommendations to the Board for major repairs and alterations.
- Monitors issues related to Library equipment and makes recommendations to the Board and the CEO for repairs or replacements.
- Assesses library needs in the community;
- Reviews services of the Library in light of assessed needs;
- Makes recommendations to the Board regarding the Strategic Plan;
- Monitors progress on the Strategic Plan goals and objectives with the CEO;
- Is mindful of publicity and advocacy opportunities and recommends appropriate courses of action to the CEO and Board in accordance with the Advocacy Policy and Plan, and;
- Undertakes planning projects approved by the Board.

18.2. The Library Board also nominates representatives to the following external boards:

18.2.1. The Friends of the Library (FOL) (One representative), responsible for communicating with the Friends of the Library, attending their Executive Committee meetings monthly and reporting updates to the Library Board on their behalf; (Nominated Carol Robinson Todd for 2022-2026).

18.2.2. The Perth County Information Network (PCIN) (Two Representatives), the association of libraries in Perth County who jointly share certain services, for example, a joint catalogue, and an information system. The PCIN Board is the governing body of the association. The CEO sits on the joint management committee of PCIN.

18.2.3. The Ontario Library Service (OLS) Trustee, responsible for representing the Board on one of the Provincial Board Assemblies, which provides an important communication link between OLS and library boards about OLS services. This committee meets twice a year virtually. The choice of assembly is based on the population that a Library Board serves. The Assembly provides:

- A forum for trustees to network, share information and hear how other boards deal with similar issues;
- An opportunity for trustee support and a venue for carrying forward training suggestions;
- A pool of trustees from which to elect members to the OLS Board;

18.2.4. The Ontario Library Boards' Association (OLBA) (1 informal representative) connects with OLBA and stays current with training opportunities. The role of the OLBA is to:

- Provide a forum for library boards to discuss issues and ideas that will improve the operation of boards and the management of libraries in Ontario;



- Position library boards to act as catalysts for local community development;
- Enhance the image and visibility of library boards;
- Ensure comprehensive and continuing education (professional development) for public library boards;
- Provide mentoring, consultation and communication at the regional and individual board level;
- Work with other agencies who share common concerns and purposes;
- Promote government support for provincial networks and local funding.

#### **19. Related Documents**

*Public Libraries Act, R.S.O. 1990, c. P44*

*Municipal Act, 2001, S.O. 2001, c. 25*

*Municipal Conflict of Interest Act, R.S.O. 1990, c. M.50*