

Topic: **Library Board By-laws**

1.1 Statement of Authority of the Board

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

The North Kawartha Public Library is established in accordance with the Public Libraries Act, Revised Statutes of Ontario, 1990, chapter P.44.

1. The Library is under the management and control of the North Kawartha Public Library Board, which is a corporation operating under the authority of the Act, and which bears legal responsibility for the Library.
2. The legal name of the Library is the North Kawartha Public Library.
3. The 'Library' consists of two branches, a Main Library in Apsley and the Woodview Branch Library in Woodview.

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1.2 Responsibility and Purpose of the Board

Board Motion Number: **07.149**
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Attachments:

Signature of Board Chairperson (and Date):

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

1. The Board must ensure that the Library is operated in accordance with the *Public Libraries Act, R.S.O. 1990, chapter P.44*.
2. Board members act as both Trustees (managing assets belonging to the public) and Directors (delivering services to the public) and are bound to act in good faith and in the best interests of the Library.
3. The Board has primary responsibility for planning. Therefore, the Board must determine the goals and objectives of the Library and secure adequate funds to fulfil these goals. The Board must set the mission and overall direction of the Library in response to the needs of the community.
4. The Board must formulate and establish rules (by-laws, policies and procedures) governing the operation of the Board and the Library to deliver effective library service. All rules must be in writing in a Policies and Procedures Manual.

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5. The Board must act in an advocacy role by confirming and promoting the Library in the community and by advocating the community's needs in the Library. A strong relationship must be developed and maintained with the Township Council.
6. The Board must appoint a competent and qualified Chief Executive Officer (CEO) of the Library. The Board must evaluate and fix the rate of pay of the CEO, and if necessary, dismiss the CEO. Further, the Board must approve appointments, promotions and dismissal of library staff on the recommendation of the CEO.
7. The Board must work with the CEO to prepare and approve annual operating and capital budgets adequate to carry out the Library's goals and objectives. The Board must present this budget to the Township Council each year and ensure adherence to the approved budget. An audited financial statement is prepared annually by the Township Council and available to the public.
8. The Board must fix 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.
9. The Board must make provision for insuring property. (The Library building is covered by the Township Council's insurance. The contents of the building are the responsibility of the Board. Any structural changes to the Library building require permission by the Township Council.)
10. The Board must ensure proper handling of monies. (The Treasurer of the Township also handles the monies of the Library. Petty cash is handled by Library staff.)
11. The Board must appoint necessary committees.
12. The Board must make rules for the use of Library services, impose fines and suspend privileges for breaches of the rules.
13. The Board must co-operate with other Library Boards.

The Board must approve and submit all reports required or requested by the Township Council or the Government of Ontario. Reports of specific statistics are required to be supported to the provincial authority annually.

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1.3 Organization of the Board

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Attachments:

Signature of Board Chairperson (and Date):

The North Kawartha Public Library is under the management and control of the North Kawartha Public Library Board.

1. The Library Board consists of at least 5 Trustees appointed by the Township Council at the beginning of each term of office.
2. Each term of office is concurrent with the term of appointing Council..
3. The officers of the Board are the Chairperson, Vice-Chairperson, CEO, Secretary and Treasurer.
4. The CEO must attend all Board meetings.
5. Members of the Board need delegation of authority by the Board to act on behalf of the Board.

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1.4 Establishing New Library Boards

Board Motion Number: **07.149**
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Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

The North Kawartha Council is responsible for establishing a new Library Board at the first meeting of each new term. See Public Library Act for terminology.

1. The Board must include individuals whose community interests and capabilities will equip them for a challenging and demanding position as a Trustee.
2. A Board member shall hold office for a term concurrent with the term of the appointing Township Council, or until a successor is appointed, and may be reappointed for one or more further terms.
3. For a smoother transition from one Board to another, it is important that the CEO confer with the Township Clerk and the current Board before the current Board's term expires.

4. The Township Clerk should ensure that the advertisements for Trustee positions are placed in local newspapers.

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1.5 Duties and Qualifications of Trustees

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
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Attachments:

Signature of Board Chairperson (and Date):

As guardians of ‘public trust’, Library Board Trustees have a legal obligation to carry out their duties in a responsible manner.

1. The specific qualifications for membership on a Library Board are outlined in the Public Libraries Act, R.S.O. 1990, chapter P.44, Section 10.
2. Further guidelines for the position of Trustee are described in Guidelines for the Position of Library Board Trustee. This guideline could be used in selecting new Trustees and could be provided to new Trustees in describing their responsibilities.

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3. In considering candidates for Board appointment, Township Councillors should keep in mind that a strong board represents the community it serves. Appointments, therefore, should reflect the Township's multicultural, geographical and vocational groups.
4. Candidates whose talents, training or background may be of value to the library should also be considered.
5. A Trustee may hold office for one or more terms.

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1.6 Recruitment of Trustees

Board Motion Number: **09.025**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **March 23, 2009**
Date of Next Review: **October 2009**
Attachments: 1. Sample Advertisement for Position of Board Trustee

Signature of Board Chairperson (and Date):

Any citizenship of North Kawartha may apply for the position of Trustee of the North Kawartha Library Board.

1. The Council of North Kawartha is required to select the best possible candidates for the position of Trustee.

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2. The Clerk of North Kawartha is required to advertise vacancies on the Library Board by publishing a notice, inviting applications, in a newspaper and other locations which can be easily viewed by the community.
3. A sample advertisement is provided in Attachment 1.
4. The CEO also contributes to the selection process by providing any background information needed to assist the Township Council in its deliberations.
5. In most cases, the selection process will include a briefing session regarding Library service and the role of the Board. The briefing will be undertaken by the CEO or former Board Chairperson.
6. Short-listed candidates could be invited to an interview with Township Council members before a final decision is made.

1.6 Attachment 1.

Sample Advertisement for Position of Library Board Trustee

North Kawartha Public Library

Invites applications for the position of
Library Board Trustee.

This is an opportunity to contribute to a vital community service.

You will be asked to make a commitment of four years.

Candidates must be 18 years old, Canadian Citizens
and residents of North Kawartha.

Please submit a written application,
including a brief resume of any related experience and background,
in a sealed application marked “Library Board Member”

before (date) to:

Municipal Clerk
North Kawartha
Box 550, 280 Burleigh Street, Apsley, Ontario K0L 1A0

If further information is required, please contact:
705-656-4333.

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1.7 Orientation and Training of New Trustees

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments: 1. Declaration of Office by Trustees

Signature of Board Chairperson (and Date):

All new Trustees must receive appropriate orientation and training at the beginning of the term to which they have been appointed.

1. The CEO will make an appointment with each new Trustee, before the first Board meeting, to receive an introduction to the Library, its facilities, staff and services. A tour is appropriate.
2. The CEO shall ensure that all new Trustees, before the first Board meeting, have an opportunity to review the Policies and Procedures Manual. The Trustee may obtain copies of any by-laws or policy and procedure statements, as desired. The CEO will particularly highlight and discuss the following items in the Manual:
 - a. mission statement
 - b. by-laws for the Board
 - c. policies and procedures
 - d. specific requirements for position of Trustee
 - e. names, contact details, and brief profiles of other Trustees
 - f. Public Libraries Act and other regulations and guidelines
3. The CEO will ensure that each Board member receives the current *Trustee Training Kit* which provides an overview of the organization of public libraries in Ontario and is produced by the Library Trustee Development Program.
4. In addition, the CEO will ensure the following information, if not already provided, is available for each new Trustee:
 - a. library profile (e.g. services, resources and funding)
 - b. library promotional materials
 - c. strategic plan
 - d. Township Council structure
 - e. CEO's last annual report

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- f. package of materials from the previous meeting (minutes, reports, current budget, latest audited financial statement, etc.)
 - g. an application for Library membership (if the Trustee is not already a Library member)
5. All new Trustees will be provided with a copy of the 'Declaration of Office' (Attachment 1) which will be required to be signed in the presence of the entire Board at the first Board meeting.

1.7 Attachment 1.
Declaration of Office by Trustees

North Kawartha Public Library Board

Declaration of Appointment to Office

I _____
Do solemnly promise and declare that I truly, faithfully and impartially, to the best of my knowledge and ability, execute the office of a Library Board Member of the Township of North Kawartha, that I will truly, faithfully and impartially, to the best of my knowledge and ability, execute the office to which I have been appointed, that I have not received and will not receive any payment or rewards, or promise thereof, for the exercise of any partially or malversation or other undue execution of such office and that I have not by myself or partner, either directly, any interest in any contract with or on behalf of the corporation except that arising out of my office as a Library Board Member.

And I make this solemn declaration conscientiously believing it to be true and knowing that it is the same force and effect as if made under oath.

(Signature)

Declared before me at the Township of North Kawartha in the County of Peterborough
this X day of X 2XXX

(Signature, Commissioner for Taking Affidavits)

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1.8 Continuing Training of Trustees

Board Motion Number: **07.149**
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Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

Provisions should be made for continuing training of Trustees while serving on the Board.

1. The CEO must pass on any information about training offered by, for example, the *Trustee Tips* prepared by the Ontario Library Association, to the Trustees.
2. Any proposed Trustee training must be approved by the Board before it is undertaken.
3. The cost of any Trustee training must be approved by the Board before it is undertaken.
4. Trustees are members of the Ontario Library Association (OLA) and the Federation of Ontario Public Libraries (FOPL).

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1.9 Disqualifications of Trustees

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

Trustees may be disqualified to serve on the Board and provisions must be in place to undertake the disqualification process and replace the disqualified Trustee.

1. A Trustee may be disqualified for any of the following reasons:
 - a) convicted of an indictable offence;
 - b) becomes incapacitated ;
 - c) is absent for from meetings of the Board for three consecutive months without being authorized by a Board resolution;
 - d) ceases to be qualified for membership, according to the Public Library Act.
2. Any Board member may bring a disqualification event to the attention of the Board, through the Chairperson, requiring subsequent collective action by the entire Board.
3. If one or more of the above conditions apply, the Trustee's position becomes vacant and the remaining Board members must declare (and document) the vacancy.
4. In cases of a vacant seat arising because of disqualification or because the Trustee resigns, the Board must immediately notify the appointing Township Council.
5. The Township Council is responsible for appointing an individual to fill the Trustee vacancy on the Board for the unexpired term, except when the unexpired term is less than 45 days.
6. Conflicts of interest may arise for individual Board members and these could also lead to disqualification. The by-laws concerning Conflict of Interest and Director's (Trustees) Liability (By-laws 60 and 61, respectively) must be consulted.

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1.10 Chairperson of the Board

Board Motion Number: **07.149**
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Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

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

1. The Chairperson presides at all regular and special meetings of the Board.
2. The Chairperson is an ex-officio member of all Board committees.
3. The Chairperson can vote on all issues.
4. The Chairperson is an authorized signing officer of all documents pertaining to Board business.
5. The Chairperson represents 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.
6. The Chairperson determines 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.
7. The Chairperson ensures that vacancies on Board committees are filled as expeditiously as possible.
8. The Chairperson advises the Vice-Chairperson if, for any reason, the Chairperson is temporarily unable to perform these functions.
9. The Chairperson shall not commit the Board to any course of action in the absence of the specific authority of the Board.

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10. The term of office for the Chairperson shall be one year.
11. The election of the Chairperson shall take place at the inaugural meeting of the Board and annually thereafter. A chairperson can serve consecutive terms.

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1.11 Vice-Chairperson of the Board

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

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

1. The Vice-Chairperson shall exercise all powers and perform all duties of the Chairperson, in the absence of the Chairperson.
2. The Vice-Chairperson shall exercise such powers and duties assigned by the Board from time to time.
3. The term of office for the Vice-Chairperson shall be one year.
4. The election of the Vice-Chairperson shall take place at the inaugural meeting of the Board and annually thereafter. The Vice-Chairperson may serve consecutive terms thereafter.

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1.12 Chief Executive Officer of the Board

Board Motion Number: **09.025**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **March 23, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

The North Kawartha Public Library Board shall employ a Chief Executive Officer (CEO) of the Board who shall have general supervision over the direction of the operations of the Library and its staff. (Specific details of the job description for the CEO are described under Policies and Procedures.)

1. The CEO attends all meetings of the Board.
2. The CEO shall have all the powers and duties that the Board assigns to her or him from time to time.
3. The CEO shall make recommendations to the Board as to all appointments, promotions and suspensions from the staff of the Library.
4. The CEO may suspend any member of staff and after suspending any person shall report her or his action to the Board with a statement of reasons for the suspension.
5. The CEO shall, together with the Chairperson or appointed member of the Board, represent the Board before the appointing Township Council during the presentation of the Board's budget.
6. The CEO shall report annually to the Board on the affairs of the Library and make such recommendations as she or he considers necessary.
7. The CEO is not a voting member of the Board.

The CEO shall conduct the Board's official correspondence, unless otherwise assigned.

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1.13 Secretary of the Board

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

The North Kawartha Public Library Board shall appoint a Secretary.

1. The Technical Services Coordinator shall serve as the Secretary of the Board.
2. The Secretary shall prepare the agenda prior to each Board meeting, under the direction of the CEO and Chairperson.
3. The Secretary shall distribute the agenda, with all reports and enclosures (i.e. the Board package) to all Board members not less than four days prior to the relevant Board meeting.
4. The Secretary shall keep minutes of every meeting of the Board and shall distribute the minutes to all Board members not less than four days prior to the next Board meeting.

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1.14 Treasurer of the Board

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

The North Kawartha Public Library Board shall appoint a Treasurer.

1. The Treasurer shall be the Treasurer for the Township of North Kawartha
2. The Treasurer shall receive and account for all the Board's money.
3. The Treasurer shall disburse the money as the Board directs.

Topic: **Library Board By-laws**

1.15 Committees of the Board

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

1. The North Kawartha Public Library Board may appoint standing or ad-hoc Committees to focus on specific issues and report back to the Board.
2. The Board may, at the annual meeting or any subsequent meeting, appoint Committees as it sees fit.
3. The Committee's function is purely advisory.
4. The Board shall be responsible for establishing Terms of Reference, composition and specific duties for each of these Committees.
5. Committees shall operate with the Terms of Reference established and approved by the Board.
6. The Chairperson of the Board and the CEO shall be ex-officio members of all Committees.
7. All Committees will prepare and present progress reports to the Board after each Committee meeting.
8. On an annual basis, the Board will decide whether it is necessary for each Committee to continue.

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1.16 Inaugural and First Board Meeting

Board Motion Number: **07.149**

Date of Original Board Motion Number: **October 22, 2007**

Date of Current Issue: **October 22, 2007**

Date of Next Review: **October 2009**

Attachments: 1. Agenda for the Inaugural Meeting of the North Kawartha Public Library Board

Signature of Board Chairperson (and Date):

The inaugural and first meeting of the North Kawartha Public Library Board shall be held at the beginning of each new term.

1. The CEO shall call the inaugural and first meeting of the Board in each new term upon receipt of the confirmation of appointments from the Municipal Clerk and a by-law from the Township Council.
2. The CEO shall contact all Board appointees as soon as possible to advise them of the date and time of the inaugural and first board meeting.
3. A board package will be prepared for each Board member.
4. After determining that all members present have the board package, the meeting is called to order.
5. The agenda will proceed as in Attachment 1. The meeting is initially chaired by the CEO.

1.16 Attachment 1.

Agenda for the Inaugural and First Regular Meeting of the North Kawartha Public Library Board

The Inaugural and First regular meeting of the North Kawartha Public Library Board will be held at (time) on (date) at the (location).

Agenda (Inaugural Meeting)

1. Call to Order (Clerk)
2. Declarations of Office by Board Members
3. Introductions (CEO) (Clerk passes chair to CEO)
 - a. Trustees
 - b. Staff
4. Summary of Election Procedures (C.E.O)
5. Elections
 - a. Chairperson (Chair passes from CEO to Chairperson)
 - b. Vice-Chairperson
 - c. Committee Memberships
6. Remarks of new Chairperson

(Chairperson then follows Standard Agenda for First Regular Meeting)

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1.17 Regular Board Meetings

Board Motion Number: **07.171**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **November 19, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

Regular meetings of the North Kawartha Public Library Board shall be held at least 10 times per year.

1. Regular meetings of the Board shall be held in the mornings of the third Monday of each month, unless such day shall be a legal, public or civic holiday, in which case the Board shall meet on a date agreed upon at the preceding meeting of the Board.
2. Additional regular meetings may be scheduled at the Board's discretion.
3. Regular meetings will be held in the North Kawartha Council Chambers in Apsley with the exception of a minimum of one meeting to be held at the Woodview Branch.
4. Board meetings shall be open to the public, and the staff, with the exceptions of Sec.16.1 (4) & (5) of the Public Libraries Act.

The Chairperson or any two members of the Board may summon a Special Meeting of the Board by giving each member reasonable notice, specifying the purpose for which the meeting is called.

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1.18 In-Caucus Board Meetings

Board Motion Number: **09.025**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **March 23, 2009**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

If the North Kawartha Public Library Board is of the opinion that intimate financial or personal details may be disclosed at a Board meetings, an In-Caucus meeting may be called.

1. 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-Caucus session must be moved, seconded and approved by a majority vote.
2. Motions to move In-Caucus are not debatable.
3. During the In-Caucus meeting, the C.E.O. must keep records of directions given.
4. At the conclusion of the In-Caucus session, a motion must be moved, seconded and approved by a majority vote to return to public session.
5. Copies of records of In-Caucus sessions will be distributed at a subsequent Board meeting, but will be returned to the Secretary and should remain confidential.

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1.19 Attendance at Board Meetings

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

Regular attendance of all Board members at North Kawartha Public Library Board meetings is vital to the satisfactory conduct of Board business.

1. 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.
2. Attendance at Board meetings should be carefully recorded in the minutes. This documents that a quorum was present and that the Board's decisions are valid.

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1.20 Order of Proceedings at Board Meetings

Board Motion Number: **09.025**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **March 23, 2009**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

The order of proceedings at meetings of the North Kawartha Library Board will basically be undertaken in accordance with Robert's Rules of Order. (See Appendices.)

1. The presence of a majority of the Board is necessary for the transaction of business at a meeting.
2. As the North Kawartha Library Board is composed of five members, three or more members shall constitute a majority of the members of the Board.
3. Meetings shall be called to order as soon after the hour fixed for a meeting as a quorum is present.
4. 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.
5. 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.
6. In the absence of the Chairperson, the Vice-Chairperson shall preside.

7. The order of business for all regular meetings of the Board shall be as follows:
 1. Call to order/Roll Call
 2. Approval of the agenda
 3. Declaration of any conflicts of interest
 4. Adoption of minutes of the preceding meeting
 5. Business arising/Follow Up, including committee reports. This section includes business labeled as “Open” or listed as ‘new business’ in the previous meeting minutes
 6. Financial – Treasurer’s Report
 7. Reports: Staff and Board
 8. Correspondence
 9. New business. Items to be dealt with in this section will be specified in the agenda
 10. Closed Session
 11. Adjournment and announcement of date of next meeting
8. The agenda itemizes the order of business of a meeting, lists and alerts members to the business that will be dealt with, and ensures that all matters are approached in a consistent manner.
9. The agenda is prepared by the Chairperson and the CEO. Individual trustees may ask to have items included in the agenda.
10. The Secretary shall distribute the agenda, with all reports and enclosures (i.e. the Board package) to all Board members not less than four days prior to the relevant Board meeting.

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1.21 Role of Chairperson during Board Meetings

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

The Chairperson of the North Kawartha Public Library Board shall preside over all Board meetings:

1. Before meetings, the Chairperson and CEO should prepare an agenda which, along with any supporting material, should be sent out to each Board member.
2. The Chairperson shall open meetings of the Board by calling the members to order.
3. The Chairperson shall announce the items of business before the Board in the order of which they appear in the agenda.
4. The Chairperson shall receive and submit, in the proper manner, all motions presented by the members of the Board.
5. The Chairperson shall put to vote all motions which are moved and seconded in the course of proceedings, and announce the results. The Chairperson shall decline to put to vote motions which infringe the rules of procedure.
6. The Chairperson shall preside over debate and restrain the members, when engaged in debate, within the rules of order. The Chairperson shall enforce the observance of order and decorum among the members. The Chairperson shall exclude any person from a meeting for improper conduct. The Chairperson shall ensure that meetings are conducted in a democratic manner and time is not wasted.
7. The Chairperson shall ensure that the decisions of the Board are in conformity with the laws and by-laws governing the activities of the Board.

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1.22 Conduct of Board Members during Board Meetings

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

Board members of the North Kawartha Public Library Board must be aware of their responsibilities and rights with regard to proper conduct during Board meetings.

1. Board members shall participate in the deliberations and decisions of the Board during meetings. They shall express opinions and take a responsible position on any issue discussed by the Board.
2. Board members may raise any library-related concerns which originate either from contact with the community or from personal observations.
3. Board members may request additional information on any subject under consideration and question anyone who appears before the board.
4. Board members shall request that a vote be taken in a particular manner -- by voice, by a show of hands and Board members shall ask for the vote to be recorded.
5. Board members may ask the Chairperson for clarification on the way in which a meeting is being conducted.
6. Board members may ask to be appointed to a committee in which that member has a particular interest.
7. Board members may remain silent or abstain from voting, if they choose. A reason for the abstention may be recorded, but this is not obligatory.

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1.23 Rules of Debate

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

Standard rules of order are essential to ensure that every Trustee at Board meetings has been heard and has had an opportunity to vote on all issues. Meetings of the North Kawartha Library Board will basically be conducted in accordance with Robert's Rules of Order. (See Appendices.)

1. In directing the course of debate, the Chairperson shall:
 - Preserve order and decide questions of order;
 - Designate the member who has the floor when two or more members wish to speak;
 - State all motions presented or require the Secretary to read the motion before permitting debate on the question;
 - 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.
2. In addressing the Board, no member shall:
 - Speak beside the question in debate;
 - Reflect upon any prior determination of the Board, except to conclude such remarks with a motion to rescind such determination;
 - Interrupt the member who has the floor except to raise a point of order;
 - 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 when it may have been interpreted incorrectly, or with permission of the Board after all other members so desiring have spoken.
3. Any member may require the question or motion under discussion to be read at any time during the debate.
4. Every member present, when a question is put, shall vote thereon unless a member has declared a conflict of interest.

A member who refuses to vote (abstains from voting) shall be deemed to vote in the affirmative.

Topic: **Library Board By-laws**

1.24 Motions

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

Motions are proposals for action or expressions of opinion which are presented to the North Kawartha Library Board for a decision. The tabling of a motion is a mechanism for focusing debate on a specific issue and for making clear decisions. The resolution of the motion becomes a record of the Board's actions.

1. Moving a motion is a formal statement for action and may be expressed as “I move that....”
2. A motion must be seconded before it can be debated, put to vote or recorded in the minutes.
3. After a motion has been properly moved and seconded, it can only be withdrawn by resolution approved by the Board.
4. 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.
5. Only one motion to amend the main motion shall be allowed.
6. 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.

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.

Topic: **Library Board By-laws**

1.25 Voting on Motions

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

When the debate on a motion is concluded, the Chairperson North Kawartha Library Board will read the final version of the motion to the Board and asks for a show-of-hands vote. The motion is carried or defeated and the matter is considered settled.

1. For most situations a simple majority (one more than half the Board) is required to pass a motion.
2. Any question on which there is an equality of votes for and against, shall be deemed to be a negative vote.
3. A separate vote shall be taken upon each proposal contained in a question divided with the approval of the Board.
4. Voting shall normally be by a show of hands.
5. Upon the request of a member who was present when the question was stated, a recorded vote shall be taken.
6. As the CEO is not a member of the Board, the CEO does not cast a vote.

Topic: **Library Board By-laws**

1.26 Preparation of Minutes of Board Meetings

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

Minutes are the permanent record of the proceedings of a Board. The North Kawartha Public Library Board shall ensure that full and correct minutes are maintained.

1. Minutes are prepared by the Secretary.
2. All motions, movers, seconders and results of votes must be recorded in the minutes.
3. All motion numbers must be recorded in the minutes. The format of the motion number shall be year and sequential number for each motion, beginning each year.
4. The minutes will include a list of reports and documents discussed at the meeting.
5. The minutes will include a summary of significant points raised in debate; problems, suggestions and opposing points of view.
6. The minutes will record any commitments to undertake tasks made by Trustees or the CEO.
7. The order of items in the “Minutes” will follow the same order of items on the Agenda.. (A sample of Library Minutes is attached.)
8. Items labelled as “deferred” may be postponed for resolution until a specified time.

Topic: **Library Board By-laws**

1.27 Approval and Distribution of Board Minutes

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

Minutes of North Kawartha Public Board meetings must be prepared for distribution prior to the next Board meeting.

1. The minutes are presented at the next Board meeting for approval.
2. When the minutes are acceptable to the Board they are then "approved" or "approved as amended". This is accomplished by means of a motion.
3. Corrections and amendments if required are made at the Board's direction.
4. Corrected and approved minutes must be signed and dated by the Chairperson and Secretary, and become permanent records in the Library's file.
5. The agenda and copies of reports and documents are also filed with the minutes to provide a complete record of Board proceedings.
6. Copies of minutes must be distributed to all Board members and to the Township council.
7. Copies may be available to Library staff and Volunteers.
8. Minutes must be accessible to the public. Copies of approved minutes are posted in the Main Library and Library Website.

Topic: **Library Board By-laws**

1.28 Liability of Trustees

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

Trustees of the North Kawartha Public Library Board are “Directors” in the sense that they deliver library services and thus their duties and liabilities must be considered. (Please refer to the Library Board Orientation Kit, Module 3: Legal Responsibilities.)

1. The ‘Standard of Care’ required of Directors comes from the “common law” and encompasses the following:
 - HONESTY- A Director must act honestly, in good faith and with a view to the best interests of the Library. It would constitute a breach of this duty to act fraudulently or to make a secret profit.
 - LOYALTY- A Director's personal interest cannot conflict with her or his duty to the Library. As well, a Director cannot personally profit from her or his position.
 - DILIGENCE- A Director is obligated to make those inquiries that he or she would make in managing her or his own affairs. This is a subjective test based on the knowledge and experience of the Director and takes the practical form of being prepared for and attending all Board meetings. A Director cannot relieve herself or himself of this duty by relying on other Directors or by doing nothing or by being wilfully blind to wrongful acts of the Board as a whole or other Directors individually.
 - SKILL- The skill required of a Director is measured as the degree of skill expected from a person of the Director's knowledge and experience. If a Director has a particular skill or area of expertise, he or she must use that knowledge for the benefit of the Library.
 - PRUDENCE- A Director must act carefully, deliberately, and cautiously, and must try to foresee the probable consequences of a proposed course of action.

2. Directors have liability with regard to the Corporations Act, the Employment Standards Act, the Occupational Health and Safety Act, the Pension Benefits Act, the Worker's Compensation Act, the Municipal Act, the Criminal Code, and the Income Tax Act.

3. Directors must conform with the following items (as a defence against legal action):
 - Attend all meetings of the Board;
 - Insist on receiving, and then reading, before each meeting, all documents and reports on which there will be a vote;
 - Review all minutes of meetings;
 - Keep personal notes of the meetings;
 - Keep all minutes and notes in notebooks or folders, along with any other important documents, such as lists of current directors and staff, all written Library policies, any special reports, reports to the Township Council or the Ministry, etc.
 - Keep the above-noted records for at least 3 years after Board service, following which the records should be returned to the Secretary of the current Board for retention.
 - Insist on written legal opinions (preferably from the Township Council's lawyer) for any important step about to be taken;
 - Insist on written professional opinions from specialists on whose advice the Board is expected to act. As well, if a Director is a specialist, but a matter comes up which is not within her or his area of expertise, at least put it on the record, if the Board does not get an outside opinion;
 - Insist on the minutes recording any disclosure made by any Director or a Director's refraining from voting or a Director's dissent;
 - Vote against any disbursement if there is any question of the solvency of the Board;
 - Send a letter by registered mail to the Board, with a copy to the Township Council, if the Secretary or Chairperson refuses to record a disclosure, a refraining from a vote, or dissent;
 - Be familiar with relevant legislation, such as the Public Libraries Act, 1984;
 - Be familiar with the Library's programme and personnel;
 - Consult with the Township Council's Insurer to conduct a risk appraisal and follow up on problem areas, such as staff and volunteer training;
 - Have regular meetings, more than required, if necessary;
 - Review the Township Council's insurance (for the Library) on a regular basis.

Topic: **Library Board By-laws**

1.29 Conflict of Interest

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

Trustees of the North Kawartha Public Library Board must ensure that no conflict of interest arises during their term of duty. Conflict of interest can arise in two major ways: where the Trustee is motivated by considerations other than the best interests of the Library; or where the Director has a personal interest in a contract with the Board either as an individual or as a member of another organization. (Please refer to the Municipal Conflict of Interest Act, listed under References.)

1. A Trustee must declare her or his interest in a timely fashion and must refrain from voting on the proposed contract.
2. In disclosing any interests, the Trustee is also specifically prohibited from participating in the discussion during the Board meeting and must actually leave the meeting.

Topic: **Library Board By-laws**

1.30 Board Finances

Board Motion Number: **07.149**
Date of Original Board Motion Number: **October 22, 2007**
Date of Current Issue: **October 22, 2007**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

The financial affairs of the North Kawartha Public Library Board must be handled in accordance with the rules noted in this by-law. (Further details of the financing of the Library are described in separate Policies and Procedures.)

1. The Financial year of the Board shall terminate on the 31st day of December in each year.
2. All accounting (establishment of bank account, signing authorization, etc) of the Board's finances is handled by the Accounting Department of the Township Council.
3. The Board shall, upon submission of receipts, reimburse its members for proper travelling and other expenses incurred in carrying out their assigned duties as members of the Board. (Travel expenses shall be compensated at the rate established by the Township of North Kawartha for members using their private vehicle.)
4. The accounts of the Board shall be audited by auditors appointed by the Township Council at the conclusion of each financial year, upon the death, resignation, dismissal or other termination of the Treasurer of the Board, and at such other time as the Board shall direct.

The Secretary of the Board will obtain copies of the Library's audited annual financial statement from the Municipality, distribute a copy to each Board member and the CEO, and file one copy with the Library's official records.

Topic: **Library Board By-laws**

1.31 Management of By-laws

Board Motion Number: **07.171**
Date of Original Board Motion Number: **October 22/07**
Date of Current Issue: **November 19/07**
Date of Next Review: **October 2009**
Attachments:

Signature of Board Chairperson (and Date):

To assure that the North Kawartha Public Library Board By-laws are up-to-date and comprehensive, approved By-laws will be reviewed at least every two years (or more frequently, if necessary, because of urgently needed changes) to determine whether new By-laws or revisions to existing By-laws are needed.

A motion to add, amend or remove a by-law 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

Topic: **Library Board By-laws**

By-law 1.32 Board Code of Ethics

Board Motion Number: **09.026**
Date of Original Board Motion Number: **March 23, 2009**
Date of Current Issue: **March 23, 2009**
Date of Next Review:
Attachments:

Signature of Board Chairperson (and Date):

The primary goal of a public library trustee is to ensure that the public has access to the highest quality of library service possible. To this end, library trustees should observe ethical standards with truth, integrity and honour.

1. Loyalty and unity

- 1.1. act in the interests of the library members and the community it serves, over and above other interest group involvement, membership on other boards or personal interests
 - 1.2. express individual viewpoints but work harmoniously with the Board toward consensus as much as possible
 - 1.3. speak with "one voice" once a decision is reached and a resolution is passed by the Board
 - 1.4. respect Board authority since individuals may not act on behalf of the Board unless specifically designated by the Board. This includes interaction with the public or the media
 - 1.5. refrain from individually directing the CEO or the staff
- Additional code of conduct for library board chair:**
- 1.6. assumes no authority to make decisions outside Board-dictated mandate
 - 1.7. assumes no authority to speak for Board on issues not yet decided

2. Financial accountability

- 2.1. avoid situations where personal advantage or financial benefits may be gained and do not use "inside information" in personal or private business
- 2.2. avoid using position to obtain employment for self, family or friends
- 2.3. withdraw from Board if seeking employment with Library

3. Professional accountability

- 3.1. respect the agenda and abide by Board decisions on rules of order
- 3.2. attend regularly and inform appropriate persons about expected absences before meetings.

Deal promptly as a Board with lack of interest, poor attendance, disregard of policy on the part of any individual member

3.3. be prepared for all Board and committee meetings, and use meeting time productively

3.4. consider short and long term effects of decisions

Additional code of conduct for library board chair:

3.5. ensures all issues that belong to Board governance are brought to the Board for consideration and all relevant material is available

3.6. keeps deliberation fair, open, thorough, but also efficient, timely, orderly and to the point

4. Personal accountability

4.1. treat others in a courteous, dignified and fair manner

4.2. encourage and respect diversity of viewpoints and skills

4.3. take responsibility for personal professional development through continuing educational

opportunities and participation in regional, provincial and national library organizations

4.4. support intellectual freedom in the selection of Library materials