

**Byl-1 Statement of authority**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

The Brockville Public Library is established in accordance with the *Public Libraries Act, R.S.O. 1990, c. P.44* and is under the management and control of the Brockville Public Library Board which is a corporation operating under the authority of the *Act*.

The Brockville Public Library Board recognises 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.

**Byl-2 Purpose of the board**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

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

The Brockville Public Library Board:

1. bears legal responsibility for the Brockville Public Library
2. determines and adopts written policies to govern the operation of the Board and library
3. understands the library-related needs of the community
4. determines the goals and objectives of the library and secures adequate funds to 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. takes proper security for the Treasurer
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, c. P.44*
11. approves and submits all reports required or requested by the Municipal Council or the Government of Ontario.
12. The Brockville Public Library Board will take an active advocacy role to promote the value of library service to the citizens of Brockville

### Byl-3 Composition of the board

Where required, the board adheres to the *Public Libraries Act*, R.S.O. 1990, c. P44 as it relates to its composition. The purpose of this bylaw is to guide the council's appointment process and the board's appointment of its officers.

#### Section 1: Composition

1. While the *Public Libraries Act*, s. 9(1) prescribes a board of no fewer than 5 members, and gives the municipal council the power to make appointments, the Trillium Library Board endorses a board that consist of at least 5, and no more than 9 members.
2. In accordance with the *Public Libraries Act*, s. 10(4), municipal council will appoint all board members as new at the first meeting of council in each term.
3. In accordance with the *Public Libraries Act*, s. 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.
4. In accordance with the *Public Libraries Act*, s. 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.
5. A board member may be re-appointed for one or more terms.
6. A member seeking re-appointment must follow the same process of application for consideration as for new candidates to the board.
7. In accordance with the *Public Libraries Act*, s. 13, if any members of the board are disqualified from holding office, the members shall forthwith declare the seat vacant and notify council accordingly.

In accordance with the *Public Libraries Act*, s.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 days. The new appointment's term will be concurrent with the term of the board.

#### Section 2: Officers

8. In accordance with the *Public Libraries Act*, s. 14-15, the officers of the board are the chair, the secretary, the treasurer and the Chief Executive Officer (CEO).
9. In addition, the board designates a vice-chair as an officer.
10. In accordance with the *Public Libraries Act*, s. 14(3), the chair shall be elected at the first meeting in a new term.
11. The vice chair shall also be elected at the first meeting in a new term.
12. The board appoints the CEO, who will be secretary as allowed by the *Public Libraries Act*, s. 15(5).
13. The board elects one of its members treasurer.
14. If any of the officers step down, retires or is dismissed during his/her term, the board must immediately elect or appoint a new officer.

#### **Byl-4 Orientation of members of the board**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

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

Each Board member shall receive the current *information package* produced by the Library Trustee Development Program. Local information shall be inserted into this package, 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.)

#### **Byl-5 Meetings of the board**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

In accordance with the *Public Libraries Act* s. 14(1) The Chief Executive Officer shall call the **inaugural meeting** of the Brockville 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 **annual meeting** of the Brockville Public Library Board shall be held in January of each year. The Chief Executive Officer shall preside and conduct the elections for the position of Chairperson and Vice-Chairperson in accordance with *Robert's Rules of Order* and the *Municipal Act* of Ontario. Once elected the Chairperson shall assume the chair for the appointment of committee members.

**Regular meetings** of the Brockville 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 in the Brockville Public Library. A motion of the Board is required to extend the meeting beyond two hours.

In accordance with the *Public Libraries Act* s. 16(2) 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.

**In accordance with the *Public Libraries Act*, s. 16.1(4), a meeting or part of a meeting may be closed to the public if the subject matter being considered is:**

- a) the security of the property of the board
- b) personal matters about an identifiable individual
- c) a proposed or pending acquisition or disposition of land by the board
- d) labour relations or employee negotiations
- e) litigation or potential litigation, including matters before administrative tribunals, affecting the board
- g) a matter in respect of which a board or committee of a board may hold a closed meeting under another Act

**In accordance with the *Public Libraries Act*, s. 16.1 (5) and (6), a meeting shall be closed to the public if the subject matter relates to the consideration of a request under the *Municipal Freedom of***

***Information and Protection of Privacy Act, R.S.O. 1990, c. M56, if the board or committee of the board is the head of an institution for the purposes of that Act.***

**Before holding a meeting or part of a meeting that is to be closed to the public, a board or committee of the board shall state by resolution:**

- a) the fact of the holding of the closed meeting**
- b) the general nature of the matter to be considered at the closed meeting**

**At the conclusion of the in-camera session, a motion must be moved, seconded and approved by a majority vote to return to public session. A motion to confirm any motions approved during the in-camera session shall be made.**

**In camera items will be debated at the start of the meeting and will have a separate agenda. (May 26, 1997)**

**Board members may attend board meetings via teleconference call.**

- a) As all board meetings are open to the public, teleconference meetings must be conducted in such a way that all members participating can hear each other, at the same time, and that the public can also hear the deliberations.**
- b) Attendance of board members via a teleconference call is not considered as a presence when establishing a quorum.**
- c) Once quorum is established “in situ”, business proceeds as usual and votes are recorded by name in roll-call fashion.**

**Byl-6 Attendance at meetings**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

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 if possible notify the Secretary prior to the day of the meeting.

According to the *Public Libraries Act*, s. 13 should a member be absent for three (3) consecutive meetings, the Board shall consider the circumstances of the absence and either

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

**Byl-7 Chairperson of the board**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

The Chairperson of the Brockville 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, R.S.O., 1990, r 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 authorised 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.
- 8. Co-ordinating the Board's evaluation process.**

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 Brockville Public Library Board shall be one year. The election shall take place at the annual meeting of the Board.

**Byl-8 Vice-Chairperson of the board**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

In the absence of the Chairperson, the Vice-Chairperson of the Brockville 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 Brockville Public Library Board shall be one year. The election shall take place at the annual meeting of the Board.

**Byl-9 Chief Executive Officer of the board**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

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

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

**Byl-10 Secretary of the Board**

**The CEO of the Brockville Public Library serves as secretary of the board, as permitted by the *Public Libraries Act*, s. 15(5).**

**The secretary acts as the record-keeper to the board. In the absence of the secretary, the board may appoint one of its members as the acting secretary.**

**In accordance with the *Public Libraries Act*, s. 15(3), the secretary will:**

- a) conduct the board's official correspondence
- b) keep minutes of every meeting of the board

**In addition, the secretary will:**

- a) prepare the agenda prior to each board meeting, in cooperation with the chairperson
- b) distribute the agenda, with all reports and enclosures, to all board members prior to the relevant board meeting
- c) distribute the minutes to all board members not less than three days prior to the next board meeting

**Byl-11 Treasurer**

- 1. The Brockville Public Library will elect one of its members to serve as treasurer to the board, as allowed by the *Public Libraries Act*, s. 15(5).
- 2. The treasurer is responsible for all the financial record-keeping of the board.
- 3. In accordance with the *Public Libraries Act*, s. 14(4), the treasurer will:
  - a) receive and account for all the board's money
  - b) open an account or accounts in the name of the board in a chartered bank, trust company or credit union approved by the board
  - c) deposit all money received on the board's behalf to the credit of that account or accounts
  - d) disburse the money as the board directs
- 4. In addition, the treasurer will act as an authorized signing officer of all documents pertaining to the financial business of the board.

**Byl-12 Order of proceedings**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
 Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

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

According to the *Public Libraries Act* s 16(5) the presence of a majority of the board is necessary for the transaction of business at a meeting.

As the Brockville 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 the agenda
- 3. Declaration of any conflicts of interest
- 4. Minutes of the preceding meeting

5. Business arising from the minutes
6. Correspondence
7. Chairperson's remarks
8. Treasurer's report
9. Chief Executive Officer's report
10. Committee reports
11. Other business
12. Date of the next meeting
13. Adjournment

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

**Byl-13 Conduct of proceedings**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
 Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

It shall be the duty of the Chairperson of the Brockville 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. Decline to put to vote motions which infringe the rules of procedure
6. Restrain the members, when engaged in debate, within the rules of order
7. Exclude any person from a meeting for improper conduct
8. Enforce the observance or order and decorum among the members
9. Authenticate, by signing, all by-laws, resolutions and minutes of the Board
10. Inform the Board, when necessary or when referred to for the purpose, in a point of order or usage
11. Represent and support the Board, declaring its will, and implicitly obeying its decisions in all things
12. Receive all messages and communications and announce them to the Board

13. Appoint members to committees
14. Ensure that the decisions of the Board are in conformity with the laws and by-laws governing the activities of the Board.

**Byl-14 Rules of debate**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

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 when 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 who refuses to vote shall be deemed to vote in the affirmative.

**Byl-15 Motions**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

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

**Byl-16 Voting on motions**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

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.

**Byl-17 Minutes**

Once approved, minutes of meetings are the official record of decisions and provide direction for officers and employees in their subsequent actions.

.Minutes are approved at the next meeting of the board and signed by the chair.

Minutes (excluding in camera minutes) are public documents and shall be made available to the public.

Minutes of closed meetings are kept separately and held to be confidential.

**Byl-18 Committees of the board**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

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

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

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

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

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

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

Committees shall operate 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.

**Byl-19 Financial year**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

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

**Byl-20 Signing officers of the board**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

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

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

**Byl-21 Bank accounts**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

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

**Byl-22 Reimbursement of expenses**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

The Brockville Public Library 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.

**Byl-23 Audit**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

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

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

**Byl-24 Amendment of by-laws**

Board motion number: \_\_\_\_\_ Date of review: \_\_\_\_\_  
Date of original motion: \_\_\_\_\_ Chairperson's signature: \_\_\_\_\_

A motion to amend or remove a by-law of the Brockville 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.