

Brock Township Public Library



Brock Township Public Library Board Procedural By-laws

Preamble

Whereas the *Public Libraries Act, R.S.O. 1990, chapter P 44*, hereinafter called “*the Act*,” provides that public libraries shall be under the management and control of a Board, which is a corporation; and whereas, By-law #8-74-PR of the Council of the Township of Brock establishes the Brock Township Public Library Board, hereinafter called “the Board,” the Brock Township Public Library Board enacts the following by-laws for regulation of the business of the Board.

Business Office:

1. The business office of the Board shall be at the Beaverton Branch of the Brock Township Public Library located at 401 Simcoe Street North; P.O. Box 310, Beaverton, ON L0K 1A0 or at such other place in the Township of Brock as the Board may from time to time decide.

Statement of Authority

1. The Brock Township Public Library Board recognizes that “*the Act*” sets out procedures for the appointment of members of the Board, the qualifications of members, term of membership, disqualification of members, and vacancies on the Board.

Powers and Duties of the Board

1. The purpose of the Board is to provide the Township of Brock with comprehensive, efficient public library service reflecting Brock Township’s unique needs.
2. The Brock Township Public Library Board:
 - a) bears legal responsibility to Brock Township for all activities associated with the Brock Township Public Library;
 - b) determines and adopts written policies to govern the operation of the Board and library;
 - c) understands the library-related needs of the community;

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- d) determines the goals and objectives of the library and secures adequate funds to fulfill these goals;
- e) 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;
- f) makes provision for the township to insure the Board's real and personal property
- g) notifies the Township of items listed as real and personal property which must be insured within the branches;
- h) utilizes the services of the township Treasury for all financial matters;
- i) appoints a competent and qualified Chief Executive Officer; evaluates and fixes the rate of pay of the CEO, and if necessary, dismisses the CEO;
- j) 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;
- k) ensures that the library is operated in accordance with the *Public Libraries Act, R.S.O. 1990, chapter P.44*; and
- l) approves the submission of all reports required or requested by the Municipal Council and the Ontario Ministry of Cultural.

Size and Composition of the Board

1. "The Act" (*s. 9 and s. 10*) specifies that library Boards must have a minimum of 5 members.
2. The Brock Township Public Library Board shall consist of a minimum of nine and a maximum of eleven persons appointed by the Council of the Corporation of the Township of Brock of whom at least one, but not more than five, shall be appointed from the said Council and the remainder of whom shall be citizen appointees. The total number of Council appointees shall not constitute a majority of appointments to the Board.
3. Every attempt shall be made to ensure fair representation from the various demographic sectors and communities throughout the township.

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Term

1. The term of the Board is concurrent with that of council, “*The Act*”, s. 10 (3).
2. Council shall appoint Library Board members at its first regular meeting of the new term, or failing to do so, at any regular or special meeting no later than 60 days after its first regular meeting. “*The Act*”, s. 10 (4).
3. When a vacancy arises in the Board, council shall promptly appoint a person to fill the vacancy until the end of the term unless the unexpired term is less than 45 days. “*The Act*”, s. 12.
4. A Library Board member shall hold office for a term concurrent with the term of the appointing council, or until a successor is appointed.
5. A Library Board member may be re-appointed for additional terms with no restrictions applied to the number of terms of appointment.
6. An appointment to an executive position will be made for a period of one year. Elections or nominations for executive positions will be held at the January meeting of each calendar year during the term.

Inaugural Meetings

1. The first regular meeting of the Board in a new term shall be called by the Chief Executive Officer in January or as soon as Council has completed appointments to the Board in its new term.
2. The Chief Executive Officer takes the chair at the beginning of the meeting and calls the meeting to order.
3. The Chief Executive Officer presents confirmation of appointments to the Board, as received from the Township.
4. The Chief Executive Officer invites nominations from the floor for the position of Chairperson.

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5. Nominations shall be closed by a motion made and seconded following which the Chairperson shall be acclaimed or elected.
6. The elected Chairperson takes the chair and calls for the regular meeting, which will include the election of all other officers of the Board according to the process for the election of the Chairperson.
7. Thereafter, at the January meeting of each year during the remainder of the term, the Chairperson shall call the meeting to order, then step down and turn over the chair to the Chief Executive Officer who shall oversee the election or acclamation of a Chairperson for the current year. The newly elected/acclaimed Chairperson shall then enact Step #6 as outlined above.

Regular Meetings

1. A regular monthly meeting of the Board shall be held from January to June and from September to December and at such other times as are considered necessary. Times, dates, and locations of the year's meetings shall be determined at the January meeting.
2. Locations of regular monthly meetings shall rotate throughout the township
3. Notice of all regular meetings together with the proposed agenda and the minutes of the immediately preceding regular meeting and of any special meetings shall be communicated to each member of the Board at least seven days in advance of such meetings.
4. The date, place, and time of each regular meeting shall be posted on the Library's website, and in each branch, as soon as it has been set.

Special Meetings

1. The chair or any two members of a Board may summon a special meeting of the Board by giving each member one week's notice in writing, specifying the purpose for which the meeting is called.



Open and Closed Meetings

1. Except as provided below, all meetings shall be open to the public.
2. A meeting shall not be closed to the public during the taking of a vote. However, a meeting may be closed to the public during a vote if, **Section 16 (4) or (5)** of the ***Public Libraries Act*** permits or requires the meeting to be closed to the public; and if the vote is for a procedural matter or for giving directions or instructions to officers, employees or agents of the Board or committee of the Board or under contract with the Board.
3. 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;
 - f) advice that is subject to solicitor-client privilege, including communications necessary for that purpose;
 - g) a matter in respect of which a Board or committee of a Board may hold a closed meeting under another Act; or
 - h) the subject matter relates to the consideration of a request under the ***Municipal Freedom of Information and Protection of Privacy Act*** if the Board or committee of the Board is the head of an institution for the purposes of that Act.

Rules of Order

1. The rules and practice of Kerr and King shall govern wherever applicable in all cases not specifically provided for in these by-laws.

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Conduct of Meetings

1. The order of business at regular meetings of the Board shall be as follows:
 1. Approval of the Agenda.
 2. Declaration of Conflict of Interest by Trustees.
 3. Minutes of previous meeting(s).
 4. Business arising from the Minutes.
 5. Reports:
 - i. Administrative:
 - Statistics & Branch Reports
 - CEO's Monthly Management Report
 - ii. Committees of the Board:
 - iii. Good Governance/Financial
 6. Communications: Action and Non-Action
 7. Strategic Decisions, Issues, Actions
 8. Other
 9. Adjournment.

Quorum

1. A quorum is defined in "*the Act*", s. 16(5) as being the majority of Board members.
2. The presence of a majority of the Board is necessary for the transaction of business at a meeting. If a quorum is not present within fifteen minutes after the hour for which any Board meeting has been called, the Secretary shall record the names of such members present and the Board shall stand adjourned.
3. Nothing in the foregoing shall prohibit the members in attendance for a regular meeting, when no quorum is present, from constituting themselves as a committee dealing with such agenda items as they see fit. However, no decisions taken at such meeting may be executed until ratified by motion of a regular meeting of the Board or, if necessary, written approval of such decisions is obtained from a majority of the members of the Board.

Voting

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 within 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. Decisions of the Board shall be taken by a simple majority of the members present with the exception of procedural by-laws. (See *Motion to Amend By-laws*)
8. Should there be a requirement to rescind a motion decided in the affirmative or to reconsider a lost motion, then a two-thirds majority vote of those present is required. With respect to a lost motion, formal notification must be provided in writing prior to the next full Board meeting.

Minutes

1. “*The Act*”, s. 20 (e) requires that the Board keep full and correct minutes.
2. Minutes shall be kept by the Secretary of every meeting of the Board, and shall be entered in a book kept for that purpose. Minutes shall be forwarded to each trustee at least seven days prior to the next meeting.
3. The Minutes shall be confirmed at the next following meeting, and shall be signed by the Chair or person presiding at the meeting at which the Minutes are confirmed.

Resolution to Close Meeting to the Public (Closed Meeting)

1. 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; and
 - b) the general nature of the matter to be considered at the closed meeting, clearly identifying the necessity for the closure. See “*The Act*”; 2002, c. 17, *Sched. C, s. 24 (5)*.

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Committees

1. *“The Act”, s. 20 (i)*, states that the Board may appoint such committees as it considers expedient. *R.S.O. 1990, c. P 44, S 20.*
 - a) Standing committees of the Board shall not exist.

Officers

1. *“The Act”, s. 14* and *s. 15* require the Board to elect officers.
2. **Chair:** The Board shall elect or acclaim one of its members as chair at its first meeting in a new term. *“the Act”, s.14 (3)*. The chair shall be vacated at the beginning of the January meeting of each ensuing year of the term, and elections for the Chair shall be conducted by the CEO.
3. **Acting chair:** In the absence of the chair or vice chair, the Board may appoint one of its members as acting chair. *“the Act”, s. 14(4)*.
4. **Secretary:** The Board shall appoint a secretary who shall, (a) conduct the Board’s official correspondence; and keep minutes of every meeting of the Board. *“the Act”, s. 15 (3)*. The CEO shall act as the Board secretary.
5. **Treasurer:** The Board delegates the Treasurer of Brock Township to (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 the municipality; (c) deposit all money received on the Board’s behalf to the credit of that account or accounts; and (d) disburse the money as the CEO, on behalf of the Board directs. *“the Act”, s. 15 (4)*. The CEO shall regularly direct the Treasury department to pay all invoices and personnel wages/salaries chargeable to various budget lines. The Board shall approve the monthly Transactions Listing which includes all necessary disbursements, and note any discrepancies for investigation and possible correction by the Treasury..

Chief Executive Officer

1. *“The Act”, s. 15 (2)* requires the Board to appoint a Chief Executive Officer who shall attend all Board meetings.
2. The Chief Executive Officer of the Brock Township Public Library Board is the employee of the Board to whom the Board delegates the supervision and direction of the library and its staff and who shall be known as the *“Chief Executive Officer”*.

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Board Accounts

1. Board accounts and special reserve or trust funds required for the business of the Board shall be maintained in the Board's name by the Treasurer's department of Brock Township in branches of chartered banks, trust companies or credit unions.
2. The Board has the right to establish and maintain a reserve fund for any purpose for which it has authority to spend money. *The Municipal Act, 2001, c. 25, s. 417 (1).*

Signing Officers of the Board

1. The Board shall appoint three signing officers of the Board for purposes of annual reporting and other official communications. All such communications will be signed by any two signing officers.
2. All cheques or other orders for the payment of money in the name of the Brock Township Public Library Board, as directed by the CEO, shall be signed by the township Treasurer and the current mayor of the Township of Brock.

Financial Year

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

Audit

1. The Treasurer shall submit the accounts and financial statements of the Board to be audited yearly by a person or company appointed by council under the *Municipal Act, 2001, s. 296.*
2. The Board shall submit its audited financial statement to the council annually on or before the date specified by the council.

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Reimbursement

1. A Board may reimburse its members for traveling outside the township, and for other expenses incurred in carrying out their duties as members. *“the Act”, s. 18.*
2. Any reimbursement to Board members will be in line with current practices.

Motion to Amend By-Laws

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

Effective Date

1. These by-laws shall take effect on the date that they are adopted by the Brock Township Public Library Board and endorsed by the Brock Township council.

History

Motion #	Date	Action (Approved, Amended, Reviewed, Revised, Replaced)
2006-10-6	October 10/06	Approved