

Category: Governance
Policy Name: **Board Governance**
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Governance By-Laws

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By-Law - 1: Statement of Authority

Lake of Bays Township Public Library is a corporation under the management and control of a board known as The Corporation of the Township of Lake of Bays Public Library Board, which is operating under the authority of the Public Libraries Act, 1990, P44, S3., in accordance with the provisions of the Act and of the Regulations made under the Act and established by the Corporation of the Township of Lake of Bays.

Address:

1014 Dwight Beach Rd, Dwight, ON P0A 1H0

By-Law - 2 Purpose of the Board

The purpose of the Lake of Bays Township Public Library (the Board) is to govern the affairs of the public libraries in the service of our community.

The Board oversees the development of a comprehensive and efficient public library system by:

1. Expressing, from time to time, the library's values, vision, mission and priorities as articulated through a periodic strategic planning statement;
2. Representing the interests of the community in the management of the library;
3. Setting a robust policy environment dealing with governance, administration, service and operations of the library;
4. Hiring quality staff in senior positions, managing them effectively and ensuring effective succession;
5. Planning for future library development;
6. Securing and managing financial resources to achieve planned results;
7. Advocating for the libraries to the community and Council;
8. Ensuring and enabling accountability through evaluating organization

performance, evaluating results achieved, and ensuring probity and effectiveness in management of financial resources;

9. Ensuring Board effectiveness through member recruitment and development and regular assessment of Board performance.

By-Law - 3 Composition of the Board

1. The Board consists of seven to nine non-Council members, together with one Council Member and one Alternate appointed by the Township Council.
2. Members are appointed under the authority of the Public Libraries Act and operate under its provisions.
3. A Member of the Board will hold office for the term of the Township Council or until a successor is appointed. He or she may also be reappointed for more than one term.
4. The Township Clerk will give public notice of vacancies on the Board, inviting applications through advertisement in print and/or electronic media.

By-Law - 4 Qualifications of a Trustee

To qualify to be a trustee a person must be:

1. at least eighteen years old
2. a Canadian citizen
3. a full-time or seasonal resident of the municipality of the Township of Lake of Bays
4. not employed by the Board, the Municipality nor by the District of Muskoka

Other qualifications of a Trustee:

1. Interest in the community, in the library, and in the library's importance as an integral part of the community.

2. A readiness to volunteer time and effort to carry out his or her duties.
3. An awareness of the social and economic conditions of the community and its disparate groups.
4. An ability to work well with other trustees, staff, and the public served by the library.
5. An open mind, intellectual curiosity, and a respect for the opinions of others
6. Ability to establish policies for the successful operation of the library and impartial service to all its patrons.
7. Initiative and courage to plan creatively, carry out plans effectively, and withstand pressures and prejudices.

By-Law- 5 Orientation of Members of the Board

The CEO will ensure that all new Board members, early in their appointment, receive an introduction to the library, its facilities, staff, services, and policies.

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

1. The library's by-laws and policy statements,
2. Guidelines for the position of Board Member,
3. The Library's current budget,
4. The Library's latest audited financial statement,
5. The names, addresses, e-mail addresses, and telephone numbers of other members,

6. A package of materials from previous meetings (minutes, reports, etc.)
7. Copy of current Strategic Plan.

By-Law - 6 Officers of the Board

1. Chairperson

A Board will elect one of its members as a chairperson at its first meeting in the new term or as required by a vacancy in the position.

The function of the chairperson is to act as an official representative of the library and in a leadership role to the Board, ensuring that business is dealt with expeditiously.

(See Terms of Reference / Chairperson of the Board).

2. Vice-Chairperson

The Board will elect a Vice-Chairperson for the term concurrent with the chairperson's term. Additional duties may be undertaken by the Vice-Chairperson at the Board's request.

The Vice-Chairperson may act as one of the signing officers.

(See Terms of Reference / Vice-Chairperson of the Board)

3. Treasurer

The Board will contract with the Township for the provision of financial services, including the services of Treasurer of the Board. The Township will maintain segregated and identifiable financial accounts on behalf of the library including an annual budget statement (as prepared and ratified by the Board and approved by Council), monthly and annual financial statements, reports on reserve accounts, and the annual audited financial statement.

4. Recording Secretary

The Board will appoint a Recording Secretary whose duties include keeping and transcribing the minutes at the Board meetings.

By-Law – 6a Signing Authority of the Board

1. The Chairperson is empowered to sign legally binding documents on behalf of the Board as are the Vice-Chair and Board Secretary in that order of precedence.
2. For the majority of administrative matters, including grant applications, signing authority rests with the Chief Executive Officer.

By-Law -7 Chief Executive Officer

The Chief Executive Officer (CEO) is not a voting member of the Board.

1. The Board will establish the position description, hours of work, salary and benefits for the CEO.
2. The Board will manage the performance of the CEO including conducting an annual evaluation of her or his performance.

By-Law - 8 Meetings

1. The Board shall meet monthly for a minimum of 10 meetings per year.
2. A meeting of the Board may be called by the Chairperson or any two members of the Board for a special meeting of the Board. Twenty-four hours notice will be given to every member.
3. A quorum will consist of 50% plus one voting member, being a majority.

No vote is to be taken without a quorum

4. In the absence of a quorum, or in an emergency, a decision may be reached by telephone or e-mail poll and ratified at the next Board meeting,
5. The Chairperson, or in his or her absence the Vice Chairperson or another person appointed by the Board, will preside at the meetings.
6. The CEO, or designate, will be in attendance at all regular meetings.
7. The agenda for each Board meeting will be prepared by the Chairperson. A Board member may notify the Chairperson if they wish to include an item for the agenda.
8. All meetings shall be open to the public. An exception may be made for issues of legal, sensitive financial, or human resources matters.

By-Law - 9 Board Responsibilities

1. It is not the responsibility of the Board to manage the Library, but to see that it is managed
2. The Board bears responsibility for the Library. The Township's liability insurance covers Board members, staff and the public.
3. The Board reviews Library policies periodically. The Board will assess its policy priorities regularly. The CEO will assess all policies at least once per term and recommend priorities to the Board for revision or addition.
4. The Board hires, disciplines, and if necessary, dismisses the CEO.
5. The Board approves the budget for recommendation to Council.
6. The Board approves staff salary scales, grading and rates of pay.
7. The Board approves submission of all reports requested or required by Municipal Council or the Government of Ontario.

8. In order to know the needs of the Library in relation to the community, the Board will prepare a Strategic Plan and review it annually.
9. The Board will establish, support and participate in planned public relations programmes in conjunction with the CEO.
10. Board representatives will support the annual budget once it is approved for presentation to Council. Board members will attend critical Council meetings, prepared to advocate for adequate funds for their Library services.
11. The members will become familiar with the Public Libraries Act, RSO. 1990.
12. Members will attend, if possible, Provincial Trustee meetings and will make sure that the Library staff is also able to join and attend meetings of Library organizations. The Board will ensure money is included in the budget for such expenses.

By-Law -10 Proceedings

1. Meetings will be called to order punctually.
2. The format of meeting agendas will be determined by the Chairperson.
3. The agenda for each meeting will be approved by the Board as the first item of business.
4. It will be the duty of the Chairperson to:
 - receive and submit, in the proper manner, all motions presented by Members
 - put to vote all motions which are moved and seconded in the course of proceedings and to announce the results
 - authenticate, by signing, all by-laws, resolutions and minutes of the Board.

5. The Chairperson will ensure that meetings are held in a spirit of open, frank, respectful discussion and co-operation.
6. The Chairperson will endeavour to maintain decorum.

By-Law-11 Motions

1. A motion must be seconded before it can be debated, put to vote, or recorded in the minutes.
2. The Chairperson may vote with the other members of the Board upon all items.
3. Any question on which there is an equality of votes, for and against, will be deemed to be a negative vote.
4. A motion containing future proposals may be divided with agreement of the Board.
5. A separate vote will be taken upon each proposal contained in a divided question with the approval of the Board.
6. Voting will normally be by a show of hands.
7. Upon the request of a member who was present when the question was stated, a recorded vote will be taken.

By-Law-12 Committees of the Board

The Board may establish committees to address specific issues as needed.

The Board will be responsible for establishing Terms of Reference and specific duties for each of these committees.

The purpose of the committees is to facilitate and expedite the business of the Board. The committees review all materials referred to them by the Board and prepare reports and recommendations to be presented to the Board.

By-Law-13 Financial Year

The Financial year of Lake of Bays Township Public Library Board will terminate on the 31st day of December in each year.

By-Law-14 Reimbursement of Expenses

The Board will, upon submission of receipts, reimburse its Members for proper traveling and other expenses incurred in carrying out their assigned duties as members of the Board.

By-Law-15 Audit

1. The accounts of the Board will be audited by auditors appointed by the Township at the conclusion of each financial year, and at such other time as the Board will direct.
2. The Chair will receive copies of the Library's audited financial statement from the Township, distribute a copy to each Board member and file two copies with the Library's official records.
3. The Board will receive the audited statement by resolution.

By-Law-16 Disqualification

A Board Member's seat becomes vacant and the remaining Members will forthwith declare the seat vacant if a member:

1. is convicted of an indictable offence,
2. becomes incapacitated,

3. is absent from the meetings of the Board for three consecutive meetings without notice and valid reason.
4. ceases to be qualified for membership under clause 10(1)(c,d) Public Libraries Act or section 1.5 herein,

The Board will notify Council accordingly.

By-Law-17 Amendments to the Governance By-laws

1. The Board is to review the Governance By-Laws from time to time.
2. Amendments to these By-laws may be initiated by a member with the delivery of notice in writing to the Board which will then be brought forward to the next meeting. Amendments will require a two-thirds majority vote to carry.

Signature of the Chairperson _____

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