



The Deep River Public Library

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Policy Title:	Board Composition and Terms of Reference for Officers	Initial Policy Approval Date:	June 2020
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The Deep River Public Library Board adheres to the *Public Libraries Act*, R.S.O. 1990, c. P44 as it relates to the composition of the board and the election and appointment of officers. The purpose of this bylaw is twofold: to guide our Municipal Council's appointment process for Board members and to guide the Library Board's appointment of its officers. In addition, this bylaw outlines the responsibilities of each of these officers.

Section 1: Composition of the library board

1. The *Public Libraries Act*, section 9 (1) prescribes a board of no fewer than 5 members. The Library Board endorses a board that consists of at least 5, and no more than 7, members.
2. The *Public Libraries Act* gives Municipal Council the power to make appointments to the Library Board (section 9 (1)). As outlined in section 10 (1) of the *Act*, a person is eligible to be appointed to the Library Board as a member of Municipal Council or if they are:
 - (a) at least 18 years old;
 - (b) a Canadian citizen or permanent resident of Canada
 - (c) a resident of Deep River or a municipality which the Deep River Public Library has a contract with; and
 - (d) not employed by the Board, the municipality or Renfrew County.
3. Municipal Council will appoint all Board members at the first regular meeting of Council in each term, as per section 10 (4) of the *Public Libraries Act* and Town By-Law 53-2014, section 2 (2.3).
4. In accordance with the *Public Libraries Act*, section 10 (2a), 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.
5. In accordance with the *Public Libraries Act*, section 10 (3), a Board member shall hold office for a term concurrent with the term of the appointing Municipal Council, or until a successor is appointed.
6. A Board member may be re-appointed for one or more terms. A member seeking re-appointment must follow the same process of application for consideration as new candidates to the Board.

7. In accordance with the *Public Libraries Act*, section 13, if any member of the Board is disqualified from holding office, the members shall forthwith declare the seat vacant and notify Municipal Council accordingly. Members may be disqualified if they:
 - (a) are convicted of an indictable offence;
 - (b) become incapacitated;
 - (c) absent from three consecutive meetings without a board resolution;
 - (d) cease to be a resident of the municipality; or
 - (e) otherwise forfeit their seat.
- 8: In accordance with the *Public Libraries Act*, section 12, when a vacancy arises in the membership of the Board, the Municipal Council shall promptly appoint a person to fill the vacancy and to hold the office for the unexpired term, except where the unexpired term is less than forty-five days.

Section 2: Officers of the Library Board

1. The Library Board follows parliamentary rules to elect its officers and will adhere to the terms of the *Public Libraries Act*.
2. At the first meeting of the new term, members of the Library Board shall elect a Chair from among the members, in accordance with Section 14 of the *Public Libraries Act*.
3. At the first meeting of the new term, members of the Library Board may elect a Vice Chair from among the members. Alternately, the Board may appoint an Acting Chair when the Chair is absent, in accordance with Section 14 (4) of the *Public Libraries Act*.
4. The Library Board shall appoint a Secretary, in accordance with Section 15 (3) of the *Public Libraries Act*.
5. The Library Board shall appoint a liaison to the Friends of the Library group.
6. The Library Board shall appoint a Chief Executive Officer (CEO), who shall also be Treasurer of the Library Board, in accordance with Section 15 of the *Public Libraries Act*.
7. At the first meeting of the calendar year, the Library Board shall confirm its officers in the Board minutes.
8. If any of the officers retire, step down, or are dismissed during their term, the Library Board must immediately elect or appoint a new officer.

Section 3: Terms of Reference for the Board Chair

1. The term of office for the Chair of The Deep River Public Library Board shall be for the term of the Library Board.
2. The Chair may be removed from office by a two-thirds majority vote of the Board.
3. The Chair leads the Library Board, acts as an official representative of the Library, ensures the proper functioning of the Board and the proper conduct of Board business, in accordance with appropriate legislation and prescribed rules of procedure adopted by the Board.
4. The Chair will:

- a) preside at regular and special meetings of the Library Board;
- b) set the agenda in consultation with the Library CEO;
- c) ensure that business is dealt with expeditiously and help the Library Board work as a team;
- d) vote on all questions, in accordance with *Public Libraries Act*, section 16 (6);
- e) act as an authorized signing officer of all documents pertaining to Board business;
- f) co-ordinate the CEO evaluation process;
- g) share with the CEO the responsibility for conducting Board orientation;
- h) co-ordinate the Library Board's evaluation process;
- i) represent the Library Board, alone or with other members of the Library Board, at any public or private meetings for the purpose of conducting, promoting or completing the business of the Library Board; and
- j) not commit the Library Board to any course of action in the absence of the specific authority of the Library Board.

Section 4: Terms of Reference of the Vice-Chair or Acting Chair

1. The election of Vice-Chair shall take place at the first meeting for the term of the Library Board. If no Vice-Chair is elected, the Board may appoint an Acting-Chair when the Chair is absent.
2. The Vice-Chair or Acting-Chair may be removed from office by a two-thirds majority vote of the Board.
3. In the absence of the Board Chair, the Vice-Chair or Acting-Chair will perform the duties of the Chair, including presiding at Library Board meetings.

Section 5: Terms of Reference of the Secretary

1. The Secretary acts as the record-keeper to the Library Board. In the absence of the Secretary, the Library Board may appoint one of its members as Acting Secretary.
2. In accordance with the *Public Libraries Act*, section 15 (3), the Secretary will:
 - a) conduct the Board's official correspondence; and
 - b) keep minutes of every meeting of the Board.

Section 6: Terms of Reference of the Treasurer

1. As permitted by the *Public Libraries Act*, section 15 (5), the Chief Executive Officer of the Deep River Public Library shall serve as the Treasurer of the Library Board.
2. The Treasurer shall monitor the financial activities of the Library and shall ensure that complete and accurate records are kept in accordance with generally accepted accounting practices.
3. In accordance with the *Public Libraries Act*, section 14 (4), the Treasurer will:
 - a) receive and account for all the library board's money;
 - b) open an account or accounts in the name of the Library Board in a chartered bank, trust company or credit union approved by the Board;
 - c) deposit all money received on the Library Board's behalf to the credit of that account or accounts; and
 - d) disburse the money as the Library Board directs.

4. The Treasurer will act as an authorized signing officer of all documents pertaining to the financial business of the Library Board.
5. The Treasurer will provide the Library Board with a report of all financial transactions and of the financial position of the Library, monthly or as otherwise required.

Section 7: Terms of Reference of the Chief Executive Officer (CEO)

1. In accordance with the *Public Libraries Act*, section 15 (2), the Library Board appoints the Chief Executive Officer who shall attend all Board meetings.
2. The Library Board delegates the authority for management and operations of services to the Chief Executive Officer.
3. As a non-voting officer of the Library Board, the CEO:
 - a) acts as the Treasurer to the Library Board;
 - b) does not vote on board business;
 - c) sits ex-officio on all the committees of the Library Board and acts as a resource person;
 - d) assists and supports the Library Board at the presentation of the Library budget before the Council;
 - e) reports directly to the Library Board on the affairs of the Library and makes recommendations they consider necessary; and
 - f) interprets and communicates the Board's decisions to the staff.

Section 8: Committees of the Board

1. Ad Hoc Committees may be formed by a Board motion to facilitate Board business. The Board shall establish Terms of Reference for the Committee.
2. The number of members shall be determined by the Terms of Reference.
3. Ad Hoc Committees shall:
 - a) Elect a Committee Chair from its membership;
 - b) Include the Board Chair as an ex-officio member;
 - c) Include the Chief Executive Officer as Committee Secretary;
 - d) Report their recommendations to the Board for decision and as required; and
 - e) Be discharged by Board motion upon completion of their assignment.

Section 9: Community Liaisons

1. The Board may appoint a Board member, staff person, or community member, to represent the Library Board on community or library organizations for a specific term.
2. The role of the Liaison is to communicate the interests and positions of the organization to the Library Board and the interests and positions of the Library Board to the organization. The Liaison will report at regular Board meetings and as required.
3. The Liaison will seek Board approval before committing library resources or endorsement to the organization.

Related Documents:

- ***Public Libraries Act***, R.S.O. 1990, chapter P44
- **Deep River Public Library Bylaws**, BL – 01 *Statement of Authority, Powers and Duties*, BL – 03 *Meetings of the Board*, and BL – 04 *Amendment of Bylaws*.