



Leeds and the Thousand Islands Public Library Board

Bylaws

SECTION: BYLAWS	NO: BL-05
TITLE: Meetings of the Board	Date: September 2021
	Next Review Date: September 2024

1.0 Preamble

1.1 Board members must meet regularly to ensure the proper governance of the library and to conduct the business of the board. The library board acts 'as a whole', individual members do not have the authority to make decisions on behalf of the board. This bylaw sets procedures to follow for meetings and ensures compliance with the *Public Libraries Act*, R.S.O. chapter P.44.

2.0 Meetings of the Board

- 2.1 In accordance with the *Public Libraries Act*, section 16.1 (2), board meetings will be open to the public unless the subject matter being considered falls within the parameters of the *Public Libraries Act*, s. 16.1(4) as stated in point 5 of this section of this bylaw.
- 2.2 In accordance with the *Public Libraries Act*, s. 16(1), the library board shall hold at least seven regular meetings in each year. and at such other times as it considers necessary.
- 2.3 In accordance with the *Public Libraries Act*, s. 14(1) the Chief Executive Officer shall call the inaugural meeting of the Leeds and the Thousand Islands Public Library Board at the start of each new term, upon receipt of the confirmation of appointments from the Municipal Clerk. This inaugural meeting shall be held as soon as possible after the appointments are made by municipal council.
- 2.4 At the inaugural meeting of the Board, the CEO oversees the elections of the officers. The elections begin with the position of chair.
- 2.5 In accordance with the *Public Libraries Act*, s. 16(2), the chair or any two members of the library board may summon a special meeting by giving each member reasonable notice in writing, specifying the purpose for which the meeting is called. The agenda of the meeting shall be strictly the purpose identified for the special meeting, regular board business will not be discussed.
- 2.6 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:
 - the security of the property of the board

- personal matters about an identifiable individual
 - a proposed or pending acquisition or disposition of land by the board
 - labour relations or employee negotiations
 - litigation or potential litigation, including matters before administrative tribunals, affecting the board
 - advice that is subject to solicitor-client privilege, including communications necessary for that purpose
 - a matter in respect of which a board or committee of a board may hold a closed meeting under another Act.
 - 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, chapter M56, if the board or committee of the board is the head of an institution for the purposes of that Act
- 2.7 Before holding a meeting, or part of a meeting, that is to be closed to the public, the library board or committee of the board shall state by resolution:
- That the Board approves moving to a closed session; and
 - The general nature of the subject matter to be considered at the closed meeting.
- 2.8 All non-members of the Board must leave the meeting during the in-camera period. Any motions arising from the in-camera discussion must be made only after the Board has returned to normal proceedings.
- 2.9 Board members may attend library board meetings remotely via teleconference or Internet video conferencing call. The following guidelines will apply for remote attendance:
- As all board meetings are open to the public, these 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.
 - Members who wish to attend a meeting remotely must give twenty-four (24) hours' notice before the commencement of the meeting to the CEO so that the necessary technology can be prepared. In the case of an unexpected request to attend remotely, board members should contact the CEO as soon as possible.
 - Meeting minutes will reflect that a member is participating remotely
 - Quorum applies to the members attending in person and remotely.

3.0 Order of Proceedings

- 3.1 Proceedings of all meetings of the Leeds and the Thousand Islands Public Library shall follow Robert's Rules of Order.
- 3.2 As per 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".
- 3.3 Meetings shall be called to order as soon after the hour fixed for a meeting as a quorum is present.
- 3.4 The chair shall preside over all meetings of the board. In the absence of the chair, the vice-chair shall preside.
- 3.5 Any person or organization wishing to appear as a delegation before the Board shall submit a written request to the attention of the Secretary of the Board (CEO) not less than 10 days

prior to the regular monthly meeting of the board. The request must indicate the subject matter and particulars upon which the delegation wishes to make the presentation.

3.6 The general 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 conflict of interest
4. Delegations
5. Minutes of the preceding meeting
6. Business arising from the minutes
7. Consent Agenda
8. Decision Items
9. Discussion Items
10. Information Items
11. Other Business/Questions
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.

3.7 All motions at board meetings, except those approving or amending the bylaws, are decided by a majority vote. A motion to add, amend or remove a bylaw shall require a majority vote of at least two thirds of the members in order to be carried.

3.8 In accordance to the *Public Libraries Act*, s. 16(6), the chair or acting chair of the board may vote with the other members of the board upon all questions. Any question on which there is an equality of votes shall be deemed to be negative.

3.9 Voting will normally be by a show of hands. Upon the request of a member who was present when the question was stated, a recorded vote will be taken.

4.0 Quorum

4.1 Where a quorum is not present within fifteen minutes of 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.

4.2 If the quorum is lost during the course of a meeting, no further business may be transacted. The meeting shall be deemed to be adjourned.

4.3 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 at a regular meeting of the library board.

4.4 If notified by a majority of board members of their anticipated absence from a meeting, the secretary shall notify all members of the library board that the meeting is cancelled.

5.0 Conflict of Interest

- 5.1 Any member of the Leeds and the Thousand Islands Public Library Board who has a pecuniary interest, either personally or through the member's family, in a matter under consideration by the Board shall, at the first opportunity, disclose the nature of that conflict to the Board.
- 5.2 Any member who has declared a conflict of interest shall refrain from voting on or participating in the matter in any way (and in meetings not open to the public, remove him or herself from the meeting room) and shall refrain from any attempt to influence the voting on the matter in question.
- 5.3 No member shall disclose confidential information obtained as a result of the member's appointment unless legally required to do so, nor shall such information be used for personal benefit.
- 5.4 Every disclosure of interest shall be recorded in the minutes of the meeting by the Secretary of the Board.

6.0 Minutes of Meetings

- 6.1 Once approved, minutes of meetings are the official record of decisions and provide direction for officers and employees in their subsequent actions.
- 6.2 Minutes are approved at the next meeting of the library board and signed by the chair.
- 6.3 Minutes (excluding in camera minutes) are public documents and shall be made available to the public.
- 6.4 Minutes of closed meetings are kept separately and held to be confidential.

7.0 Attendance at Board Meetings

- 7.1 In accordance with the *Public Libraries Act*, s. 13, should a member be absent for three (3) consecutive meetings, the board, shall:
- consider the member disqualified from the board and notify the appointing council that the seat is vacant, or
 - consider the circumstances of the absence and pass a resolution authorizing that person to continue as a board member

8.0 Rules of Conduct

- 8.1 The library board values a diversity of opinions and strives to set an environment conducive to exploring ideas. The board members will, at the start of the term, set and agree on a code of conduct that Board members will follow at meetings, and when conducting board business.

History			
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