

Meetings of the Board

Policy section: Bylaw	Policy number: BL-03
Approved date: 20 March 2023	Motion # 2023-03-10
Supersedes:	Motion #
Reviewed with no changes:	Motion #

1. Purpose and Objectives of the Bylaw

- 1.1 Board members must meet regularly to ensure the proper governance of the library, and to conduct business of the Board;
- 1.2 Board meetings are the major opportunity for the Library Board, as a whole, to conduct its work; therefore,
- 1.3 The purpose of this policy is to set procedures to follow for meetings, and to ensure compliance with the Public Libraries Act, R.S.O. chapter P.44 (herein referred to as the Act).

2. Bylaw Statement

- 2.1 This Bylaw provides the rules and procedures of meetings to ensure decisions, problem solving, Board education and planning for the future of the Bradford West Gwillimbury Public Library is conducted in the appropriate procedural manner of the Board, in compliance with the Act.

3. Regulations of Board Meetings

- 3.1 In accordance with the Act, section 16.1(2), Board meetings will be open to the public, unless a duly constituted Closed Session is required, in accordance with 16.1(4);
- 3.2 In accordance with the Act, the Library Board shall hold a minimum of seven (7) regular meetings each year;
- 3.3 Meetings of the Bradford West Gwillimbury Public Library Board will be held in the boardroom at the Bradford West Gwillimbury Public Library, 425 Holland Street West in Bradford West Gwillimbury, unless otherwise determined by the Board; and
- 3.4 The first meeting of a Board Term shall be called by the Chief Executive Officer (herein referred to as CEO) 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. At this first meeting, the CEO oversees the elections of officers, beginning with Chair of the Board.

4. Closed Session

- 4.1 In accordance with the Act, section 16.1(4) a meeting or part of a meeting may be closed to the public if the subject matter being considered is:
- a. A debate as to whether an item is properly in closed session if, in the Chair's opinion, such discussion would be prejudicial if discussed at an open meeting;
 - b. The security of the Board's property;
 - c. Personal matters about an identifiable individual;
 - d. A proposed or pending acquisition or disposition of land by the Board;
 - e. Labour relations or employee negotiations;
 - f. Litigation or potential litigation, including matters before any court or administrative tribunal, affecting the Board;
 - g. Advice that is subject to solicitor-client privilege, including communications necessary for that purpose;
 - h. A matter in respect of which a board or board committee may hold a closed meeting under another act;
 - i. A request under the Municipal Freedom of Information and Protection of Privacy Act; or,
- 4.2 For any other reasons as outlined in the Public Libraries Act, R.S.O. 1990, chapter P44.

5. Special Meetings of the Board

- 5.1 In accordance with the Act, section 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, with a minimum of 48 hours specifying the purpose for which the meeting is called, which shall be the sole business transacted at the meeting; and
- 5.2 Rules and regulations of a Special meeting will follow those set out for regular or closed session meetings outlined in this Bylaw.

6. Teleconference or Internet Video Conferencing Call

- 6.1 Board members may attend Library Board meetings remotely via teleconference or Internet video conferencing calls;
- 6.2 In special circumstances, Board meetings may be held entirely virtually. This is done in extreme cases. Virtual meetings shall be required to be open and viewable to the public;
- 6.3 All virtual meetings and virtual participation by Board members must be conducted in such a way that all members participating can hear each other, and that the public can hear the deliberations of the Board;
- 6.4 Members who wish to attend meetings remotely must provide two (2) days notice prior to the commencement of the meeting to the Chief Executive Officer, to ensure proper equipment can be made ready for the meeting;
- 6.5 Meeting minutes will reflect that a meeting or member(s) is participating remotely;

- 6.6 Motions may be made by Board members attending remotely in the same way motions are tabled and discussed. Motions will be recorded and repeated for confirmation by the secretary or recording secretary;
- 6.7 If the chair of the library board attends the meeting remotely, then the vice-chair shall chair the in-person meeting; and,
- 6.8 Quorum applies to the members attending in person and remotely.

7. Conflict of Interest

- 7.1 The Municipal Conflict of Interest Act R.S.O. 1990, Chapter M.50 shall govern members of the Board;
- 7.2 Each meeting agenda will provide an opportunity for members to disclose direct or indirect pecuniary interest in a matter as well as the general nature of that interest; and
- 7.3 The minutes will record any such disclosures. Once a disclosure is made, the member will not participate in discussion or voting on the applicable matter. If the matter requires an in-camera session, the individual(s) who declared a conflict will not be permitted to be present, participate, or listen in to the discussion, and will be asked to leave the meeting room for the duration of the in-camera session.

8. Order of Proceedings

- 8.1 The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the proceedings of the library board in cases where there are no bylaws of the board in place;
- 8.2 Meetings shall be called to order by the chair at the scheduled time of the Board meeting. In the absence of the chair, the Vice-Chair will preside over the meeting;
- 8.3 Quorum is the presence of a majority of Board members and is necessary for the transactions of business at a meeting and shall be met before the Chair will call the meeting to order;
 - a. Where a quorum is not present within thirty (30) minutes after the hour fixed for a meeting, the secretary will record the names of the members present;
 - b. In the absence of a quorum, the meeting may continue; however, no motions may be made or carried; and
 - c. If notified by a majority of Board members of their anticipated absence from a meeting, the CEO shall notify all members of the Library Board that the meeting is cancelled.

9. Standard Order of Business

- 9.1 The Board shall have a standard order of business in which meetings will be conducted;
- 9.2 Unless otherwise decided by the majority of the members, the standard order of business will be:

- i. Call to order
- ii. Adopt the Agenda
- iii. Declarations of Conflict of Interest
- iv. Special Presentations/Welcome Guests
- v. Consent Agenda (Minutes of Meetings, Management Report, Statistics and Friends of the Library Minutes)
- vi. Financial Report
- vii. Correspondence
- viii. New Business/Reports
- ix. Policy Review and Approvals
- x. Closed Session
- xi. Next Meeting
- xii. Upcoming Events
- xiii. Adjournment

10. Delegations and Deputations

- 10.1 Residents and community association representatives may attend and address the Board as a delegation at any regular meeting of the Board;
- 10.2 Delegation requests made to the Board will be reviewed by the Policy committee. If the committee cannot reach consensus, or if a delegation is rejection for any reason outside of this policy a special board meeting may be called for final decisionmaking;
- 10.3 In order to appear as a delegation, the following conditions much be met:
 - a. Written request to speak as a delegation must be submitted, in person or by email, at least one week prior to the date of the meeting. Deputations and Delegations may not be immediately scheduled but may initially be referred to the Board for review;
 - b. The request must include the issue(s) to be presented, naming the organization or interested parties to be represented and any intended materials for distribution;
 - c. The Board reserves the right to request any additional information regarding a particular issue or association;
 - d. The Board will provide the delegation with a maximum of 5 minutes to make a presentation, unless extended by a Board motion;
 - e. The Board reserves the right to limit the number of delegations per meeting;
 - f. A delegation may not appear before the Board on the same issue a second time, unless approved by a Board motion;
 - g. Delegations may choose to remain for the balance of the public meeting, but may not speak to other agenda items; and
 - h. Through the CEO, the Board will communicate its decision to the delegation in writing. The Board is not obligated to respond or make a decision at the time of presentation(s).
- 10.4 A Delegation or Deputation may be refused when the subject of the presentation is:
 - a. Beyond the jurisdiction of the Bradford West Gwillimbury Public Library Board;

- b. A matter before the courts or pending litigation;
 - c. A matter that is under investigation by either the Ombudsman or Integrity Commissioner;
 - d. A matter involving insurance claims or pending claims by or against the Library and/or the Town of Bradford West Gwillimbury;
 - e. An appeal by a vendor or service provider who was not the successful proponent for an award of contract; or,
 - f. A complaint against an employee or member of the Bradford West Gwillimbury Public Library Board which shall follow the process established for the purposes outside of the Board.
- 10.5 No person will be permitted to address the Board with respect to labour/management disputes, nor will a brief respecting such disputes be listed on a Board agenda, although a written submission by any person with respect to labour negotiations or labour management disputes may be distributed to the Members for information purposes.

11. Voting

- 11.1 All motions at Board Meetings, except those approving or amending the bylaws, are decided by a majority of votes cast;
- 11.2 Members of the Board who vote on motions and are attending via Teleconference or Internet Video Conference Calls must make it clear through verbal confirmation for or against a motion;
- 11.3 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; and
- 11.4 In accordance to the Act, section 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.

12. Agendas & Minutes

- 12.1 Agendas and reports will be circulated to the Board one (1) week in advance of any regularly scheduled Board meeting;
- 12.2 Agendas and reports will be made public the Friday before a regularly scheduled board meeting.
- 12.3 Once approved, minutes of the meeting are the official record of decisions and provide direction for officers and employees in their subsequent actions;
- 12.4 Minutes are approved at the next meeting of the Library Board and signed by the Chair;
- 12.5 Minutes (excluding in camera, elsewhere referred to as closed minutes) are public documents and shall be made available to the public; and
- 12.6 Minutes of closed meetings are kept separately and held to be confidential.

13. Board Members' Conduct

- 13.1 Members will respect the confidentiality appropriate to issues of a sensitive nature. Members will encourage and respect diversity of viewpoints and skills;
- 13.2 Members will be courteous and will not engage in any action that disturbs the meeting. Specifically, members will not:
 - a. Use unparliamentary or offensive language;
 - b. Make any noise or disturbance that prevents members from being able to participate in a meeting;
 - c. Interrupt a member who is speaking, except to raise a matter of privilege or a point of order; or
 - d. Disregard the Chair's decision on questions of order or practice or on the interpretation of Board bylaw(s).

14. Public Conduct

- 14.1 Members of the public will be courteous and will not engage in any action that disturbs the meeting. Members of the public will not:
 - a. Make any noise or disturbance that prevents members from being able to participate in a meeting;
 - b. Address the Board without a prior appointment or permission at a meeting; or
 - c. Use unparliamentary or offensive language.

15. Bylaw Review, Amendment and Conflict

- 15.1 This by-law will be reviewed as needed or requested by the Library Board;
- 15.2 By-law amendments require a two-thirds majority vote by the members; and
- 15.3 In the event of a conflict between this Bylaw and the provision of either the Public Libraries Act or other legislation, the provisions of the Act or other legislation will prevail, to the extent of any conflict.

16. Related Documents

- 16.1 Bradford West Gwillimbury Public Library Board. BL 2020-01—**Authority of the Board**
- 16.2 Bradford West Gwillimbury Public Library Board. BL 2020-02— **Composition and Terms of Reference of the Board**
- 16.3 **Public Libraries Act**, R.S.O. 1990, chapter P44

Appendix A—Standard Procedures

1. Agenda Amendments

The Chair determines if proposed amendments to the agenda represent minor or substantive business. Minor items can be added as New Business. Substantive items require either a Notice of Motion or a 2/3 majority vote to waive proper notice and add to the agenda.

2. Motions

Main motions require a mover and a seconder in order to discuss or debate and a simple majority vote in order to carry.

3. Rules of Debate

The member moving the motion will have the opportunity to speak first. All members wishing to speak to the motion should be recognized; before any one member speaks for a second time.

4. Voting

The Chair or Acting Chair may vote with the other members on all questions. Any question on which there is a tie vote will be deemed to be negative. An abstention will be dealt with as an abstention only and not deemed to be a negative vote. Voting will be by a show of hands, unless otherwise indicated. Upon the request of a member who is present when a question is stated, a recorded vote will be taken.

5. Authority for Other Procedural Matters

The accepted authority for guidance on procedural matters not otherwise addressed in Board Bylaws will be the most recent edition of Robert's Rules of Order.