

The Sault Ste. Marie Public Library Board

By-law No. 1998-01

Being a procedural by-law for the
Sault Ste. Marie Public Library Board

Adopted: February 16, 1998

Revised: March 20, 2000; May 14, 2007; May 12, 2016;

June 18, 2018

Part One
Holding of Meetings of the Board

1. Regular Meetings:

1.1. The Board shall hold 10 regular meetings annually and at such other times as it considers necessary.

2. Time and Place of Regular Meetings

2.1. Regular Board meetings shall be held the third Monday of the month, commencing at 4:30 p.m., in the library Board Room, with the exception of statutory holidays, when the meeting shall be held on the fourth Monday of the month.

2.2. The time, date and/or location of a regular meeting may be altered by board resolution. In exceptional circumstances, 48 hours notice may be given to Board members of the time, date and location should a special Board meeting be required.

2.3. Meeting length shall be no longer than 2 hours. In the event additional time is required, a motion shall be required to extend the length of the meeting.

3. Meetings Open to the Public

3.1. The meetings of the Board including meetings of the Board sitting in Committee of the Whole, shall be open to the public and no person shall be excluded therefrom except for improper conduct.

3.2. The Chairperson may expel or exclude from any meeting any person who has been guilty of improper conduct at the meeting.

4. Commencement of the Proceedings

4.1. As soon after the hour of the meeting as there shall be a quorum present, the Chairperson shall take the chair and call the meeting to order.



4.2. The Secretary-Treasurer shall record in the minutes the members present.

5. Quorum

5.1. The presence of a majority of the Board is necessary for the transaction of business.

6. Quorum Lacking

6.1. Should a quorum not be present within twenty minutes after the time appointed for the meeting shall stand adjourned until the next regular meeting date or until a special meeting is called. The Secretary-Treasurer shall then record the names of the members present and enter them in the minutes.

6.2. Notwithstanding Item 1, the members present may agree to proceed with the agenda in an informal manner, on the understanding that any decisions taken will have to be placed before the next meeting for ratification.

7. Annual Meeting:

7.1. An Annual Meeting of the Board shall be held on the fourth Monday of February prior to the regular Board meeting for the purpose of appointing board committees, receiving annual reports, and any other business as may be referred to it by the Board.

8. Special Meetings:

8.1. The Chairperson or any two members of the Board may summon a special meeting of the Board by giving each member reasonable notice in writing, specifying the purpose for which the meeting is called.

Part Two Officials of the Board

9. Chairperson:

9.1. At the first meeting following appointment of the Board, the Sault Ste. Marie Public Library Board shall elect a Chairperson from its members.

10. Duties of the Chairperson:

10.1. The Chairperson of the Sault Ste. Marie Public Library Board shall be responsible for:

- 10.1.1. presiding at regular and special meetings of the Board in the manner and to the extent prescribed by the Board
- 10.1.2. conducting Board meetings in accordance with library and any other relevant legislation
- 10.1.3. in the absence of specific authority, not committing the Board to any course of action
- 10.1.4. serving as ex-officio member of all Board committees
- 10.1.5. acting as one of the authorized signing officers of all documents pertaining to Board business
- 10.1.6. representing the Board, alone or with other members of the Board, at any public or private meetings for the purpose of conducting, promoting or completing the business of the Board
- 10.1.7. acting as the spokesperson for the Board
- 10.1.8. determining the responsibility of committees to deal with matters which arise where it is unclear as to which committee has responsibility, subject to eventual confirmation by the Board
- 10.1.9. ensuring that vacancies on Board committees are filled as expeditiously as possible
- 10.1.10. advising the Vice-Chairperson, if for any reason, the Chairperson is temporarily unable to perform the duties of the Chairperson
- 10.1.11. any other powers, duties and responsibilities as may, from time to time, be assigned to the Chairperson by the Board

11. Vice-Chairperson:

- 11.1. At the first meeting following appointment of the Board, the Sault Ste. Marie Public Library Board shall elect a Vice-Chairperson from its members.

12. Duties of the Vice-Chairperson:

- 12.1. The Vice-Chairperson of the Sault Ste. Marie Public Library Board shall be responsible for:
 - 12.1.1. in the absence of the Chairperson, performing all the duties and responsibilities of the Chairperson
 - 12.1.2. any such other powers, duties and responsibilities as may, from time to time, be assigned to the Vice-Chairperson by the Board

13. Elections of Officials of the Board:

- 13.1. At the first meeting following appointment of the Board, the Sault Ste. Marie Public Library Board shall elect a Chairperson and Vice-Chairperson from its members.
- 13.2. Elections shall be decided by majority vote when there are two candidates and plurality vote when there are more than two candidates.
- 13.3. If only one nomination is received for a position, the candidate shall be declared elected by acclamation.
- 13.4. Voting shall be by secret ballot,. The secretary shall act as scrutineer.
- 13.5. In the event of a tie an additional secret ballot shall be cast only for tied candidates.
- 13.6. In the event of a second tie the decision will be made by a straw vote.
- 13.7. Casual vacancies that occur during the year shall be filled by conducting a written vote at the next regular meeting of the Board.
- 13.8. Ballots will be destroyed.

14. Nominations for Officials of the Board:

- 14.1. Nominations for Chairperson and for Vice-Chairperson may be made from the floor by any member of the Board and shall require a mover and seconder.
- 14.2. Nominees shall be given the opportunity to accept or decline the nomination.
- 14.3. Candidates shall be free to withdraw prior to the election by verbally indicating their desire to withdraw.
- 14.4. Members who know they will not be present at the meeting where elections take place are eligible for election provided they inform the Secretary in writing of their willingness to stand for office if nominated.
- 14.5. A member providing such notice must indicate which office he/she is willing to stand for.
- 14.6. The Chairperson and Vice-Chairperson will serve a four-year term, up to a maximum of two consecutive terms. This clause is effective January 2019. Prior to that date, an annual election will take place at the Annual General Meeting in February.

Part Three Officers of the Board

15. Chief Executive Officer/Director of Public Libraries:

- 15.1. The Sault Ste. Marie Public Library Board shall appoint a Chief Executive Officer/Director of Public Libraries who shall have general supervision over the direction of the operation of the public library and its staff, shall attend all board meetings and shall have the other powers and duties that the Board assigns to him or her from time to time.
- 15.2. The Chief Executive Officer shall be known as the “CEO/Director of Public Libraries”.

Secretary-Treasurer:

1. The Sault Ste. Marie Public Library Board shall appoint a Secretary-Treasurer who shall:
 - a) conduct the Board’s official correspondence
 - b) keep minutes of every meeting of the Board
 - c) receive and account for all the Board’s money
 - d) open an account or accounts in the name of the Board in a chartered bank, trust company or credit union approved by the Board
 - e) deposit all money received on the board’s behalf to the credit of that account or accounts
 - f) disburse the money as the Board directs
2. The same person may be both the Chief Executive Office/Director of Public Libraries and the Secretary-Treasurer.

Part Four
Voting in the Board Meetings

Voting:

1. The Chairperson of the Board may vote upon all questions, and any question on which there is an equality of votes shall be deemed in the negative.
2. Any vote on a resolution shall require a simple majority of the members present to be passed, except for a resolution on a by-law which shall require a two-thirds majority of the members present.
3. Every member present when a question is put shall either vote in the positive, in the negative, or abstain.
4. Any member present who has declared a conflict of interest (real or perceived) in the matter before the Board shall be recorded as having done so and as abstaining from the vote.

5. Voting shall normally be by a show of hands.
6. A member may request a recorded vote prior to a question being put.

Telephone and Email Votes:

1. The Chairperson may instruct the Secretary-Treasurer to conduct a vote by telephone and/or email on any motion before the Board
2. The Secretary-Treasurer shall provide any Board member whose vote is being sought by telephone and/or email with a copy of the motion on which he/she is being asked to vote and any accompanying material.
3. A Board member whose vote is being sought by telephone and/or email shall register his/her vote with the Secretary-Treasurer within 24 hours of having being so notified. Any Board member who does not register his/her vote shall be recorded as abstaining.
4. A summary of telephone/email votes will be provided at the next Board meeting.

Proxy Votes:

1. Proxy votes shall not be permitted.

**Part Five
Agenda**

Agenda:

1. The Chief Executive Officer/Director of Public Libraries, in consultation with the Chairperson, shall be charged with the responsibility of deciding the subject matters and items to appear on the Board Agenda as well as any delegations to be heard by the Board.
2. A full agenda package will be sent to Board members electronically and in paper format on the Friday preceding each regular meeting of the Board.

**Part Six
Committee of the Whole**

Moving into Committee of the Whole:

1. The Board may, by resolution, move into Committee of the Whole to deal with matters referred to it by the Board and in accordance with all applicable library and other legislation.

Report of the Committee of the Whole:

1. The Chairperson shall report on the proceedings and findings of the Committee of the Whole. A motion for the acceptance of the report, or a motion adopting it and dealing with its subject matter shall then be in order.

Part Seven Closed Meetings

Moving into a Closed Meeting:

1. The Board may, by resolution, move into a Closed Meeting to deal with matters referred to it by the Board and in accordance with the Public Libraries Act and the Municipal Act, as revised, and/or all other applicable legislation
 - 1.1. The security of the property of the Board;
 - 1.2. Personal matters about an identifiable individual;
 - 1.3. A proposed or pending acquisition or disposition of land by the Board;
 - 1.4. Labour relations or employee negotiations;
 - 1.5. Litigation or potential litigation, including matters before administrative tribunals, affecting the board;
 - 1.6. Advice that is subject to solicitor-client privilege, including communications necessary for that purpose;
 - 1.7. A matter in respect of which a board or committee of a board may hold a closed meeting under another Act 2002, c. 17, Sched. C, s. 24(5)

Minutes of Closed Meetings:

1. The Secretary-Treasurer shall take the minutes of Closed Meetings. In the absence of the Secretary-Treasurer, the Chairperson shall appoint a member of the Board to take the minutes of Closed Meetings.
2. Minutes of Closed Meetings are confidential.
3. Minutes of Closed Meetings shall be approved at the Closed Meeting of the next regular meeting of the Board.

Part Eight Special Committees

Special Committees:

1. Special Committees of the Board may be appointed by the Board at any time as it is deemed necessary for the consideration of special matters.
2. The Chairperson is an ex officio member of every special committee but is counted in the formation of a quorum.
3. Notwithstanding Item 2, the Chairperson may be appointed to any special committee in which case he or she shall be counted in the formation of a quorum and may vote on any question.

Jurisdiction:

1. A resolution establishing a special committee shall set forth the terms of reference of the committee.

Quorum of Special Committees:

1. A quorum of a special committee shall be a majority of the members thereof, not including the Chairperson of the Board as ex officio.
2. A special committee shall not consider any business if a quorum is not present.

Chairperson of Special Committees:

1. A Special Committee shall select a chairperson from among its members at the first meeting of the committee.

Members of Special Committees:

1. Where the resolution establishing a special committee does not appoint members thereto the Chairperson of the Board shall appoint them.
2. The Board may appoint persons to special committees who are not members of the Board.

Meetings:

1. A special committee shall meet at such time and place as the Chairperson or Committee shall determine.
2. No special committee shall meet while the Board is in session.

Secretary:

1. A secretary shall be appointed for each special committee, who shall:
 - 1.1. Keep the minutes of the meetings
 - 1.2. Perform any other secretarial functions as may be required

General Provisions for Special Committees:

1. The Chairperson of the special committee may vote on any question before the committee and in the event of an equality of votes the question being voted on shall be deemed to have been defeated.
2. A final or interim written or verbal report of a special committee shall be made to the Board.
3. Special committees may consider and report on such matters only as have been referred to them by the Board.
4. Members of the Board may attend the meetings of special committees, but shall not be allowed to vote; nor shall they be allowed to take part in any discussion or debate except by the permission of the majority of the members of the committee.

Dissolution of Special Committees:

1. When a special committee has completed its work and made its report to the Board it dissolves automatically.

Part Nine

Review and Changes to Bylaws

1. Bylaws shall be reviewed annually by the Policy Committee.
2. Bylaws may also be reviewed/revised at the direction of the Board, when required.



3. Any changes or revisions to the bylaws shall require a two-thirds majority of the members present.

PASSED by the Sault Ste. Marie Public Library Board this ____ day of _____.

Chairperson

Secretary-Treasurer