



Dryden Public Library Board

BYLAWS

SECTION: BYLAWS		NO: BL-01
TITLE: DRYDEN PUBLIC LIBRARY BYLAWS		Date: June 2022
		Next Review Date: June 2026

By-Law 1 - DEFINITIONS

In the By-laws of the Dryden Public Library Board

- a) "Board" means the Dryden Public Library Board.
- b) "Library" means the Dryden Public Library
- c) "Trustee" means a member of the Dryden Public Library Board
- d) "Chairperson" means the Chairperson of the Dryden Public Library Board.
- e) "Chief Executive Officer" or "CEO" means the Chief Executive Officer of the Dryden Public Library.
- f) "Treasurer" means the Treasurer of the Dryden Public Library Board.
- g) "Secretary" means the Secretary of the Dryden Public Library Board.
- h) "Council" means the Council of the City of Dryden.
- i) "Municipality" means the City of Dryden.
- j) "The Act" means Public Libraries Act, Revised Statutes of Ontario, 1990, Chapter P. 44

By-Law 2 - STATEMENT OF AUTHORITY

The Dryden Public Library is established in accordance with the Public Libraries Act, Revised Statutes of Ontario, 1990, Chapter P.44 and is under the management and control of the Dryden Public Library Board which is a corporation operating under the authority of the Act.

The Dryden Public Library Board recognizes that the Act sets out procedures for the appointment of members of the Board, the qualification of members, term of membership, disqualification of members, and vacancies on the Board. The Dryden Public Library Board adopts and follows all procedures laid out in the Act and any additional statutes that may apply to the proper running of the public library, including the Accessibility for Ontarians with Disabilities Act and the Municipal Act.

By-Law 3 - PURPOSE AND RESPONSIBILITY OF THE BOARD

The Dryden Public Library Board shall provide a comprehensive and efficient public library service that reflects the community's unique needs.

The Dryden Public Library Board:

1. Bears legal responsibility for the Dryden Public Library
2. Determines and adopts written policies to govern the operation of the Board and Library
3. Understands the library-related needs of the community
4. Sets the strategic goals and objectives of the Library and lobbies for adequate funds to fulfil these goals
5. Fixes the dates and times for regular meetings of the Board and the mode of calling and conducting them, and ensures that full and correct minutes are kept
6. Makes provision for insuring the Board's real and personal property
7. Takes proper security for the Treasurer
8. Appoints a competent and qualified Chief Executive Officer; evaluates and fixes the rate of pay of the CEO, and if necessary, dismisses the CEO
9. Works with the CEO to prepare a budget adequate to carry out the library's goals and objectives and presents this budget to council for approval
10. Ensures that the Library is operated in accordance with the Public Libraries Act, R.S.O. 1990, c. P.44
11. Approves and submits all reports required or requested by Council, the Government of Ontario or any granting bodies.

By-Law 4 - APPOINTMENTS TO THE BOARD

In accordance with the provisions of the Public Libraries Act, R.S.O. 1990, and Bylaw 4731-2020 of the Corporation of the City of Dryden, the Dryden Public Library Board is composed of six members, all being residents of Dryden or a contracting community. One member shall be an elected member of Council. These members are appointed by the City of Dryden Council at the Council's first meeting of each 4 year term. If the Council fails to make the appointments at its first meeting, it shall do so at its next regular meeting.

By-Law 5 - QUALIFICATIONS OF BOARD MEMBERS

In accordance with the provisions of the Public Libraries Act, R.S.O. 1990, a person is qualified to be appointed as a member of the Dryden Public Library Board who is:

1. At least eighteen years old
2. A Canadian citizen or permanent resident
3. A resident of the City of Dryden or a contracting community
4. Not employed by the Board or by the Municipality

By-Law 6 - TERM OF MEMBERSHIP

A member appointed to the Dryden Public Library Board shall hold office for a term concurrent with the term of the City of Dryden Council, or until a successor is appointed.

A member of the Dryden Public Library Board may be reappointed for one or more further terms, to a maximum of two (2) terms, after which that member may not be reappointed until having been off the Board for at least one year. Exceptions may be made in the case that an insufficient number of applications are received. In the case of an exception the Board will pass a motion to allow for reappointment subject to these conditions.

By-Law 7 - DISQUALIFICATIONS OF MEMBERS

If a member of the Dryden Public Library Board:

- is convicted of an indictable offence,
- becomes incapacitated,
- is absent from the meetings of the Board for three consecutive months without being authorized by a Board resolution,
- ceases to be qualified for membership under clause 10 (1) (c) of the Public Libraries Act, R.S.O. 1990,
- otherwise forfeits his or her seat,

The member's seat becomes vacant and the remaining members shall immediately declare the seat vacant and notify the City of Dryden Council accordingly. R.S.O. 1990, c. P. 44, s. 12.

By-Law 8 - VACANCIES ON THE BOARD

When a vacancy occurs, the Dryden Public Library Board shall promptly notify the City of Dryden Council of the necessity of publishing a notice according to the provisions of the Public Libraries Act, R.S.O. 1990.

When a vacancy arises in the membership of the Dryden Public Library Board, City of Dryden Council shall, in accordance with the provisions of the Public Libraries Act, R.S.O. 1990, promptly appoint a person to fill the vacancy and hold office for the unexpired term, except where the unexpired term is less than forty-five days.

By-Law 9 - ORIENTATION OF NEW MEMBERS

The Chief Executive Officer shall ensure that all new Board members, before their first Board meeting, receive an introduction to the Library, its facilities, staff and services.

Each Board member shall receive the current Board Orientation Package. This package will include:

1. The Library's by-laws and policy statements

2. Board job description.
3. The Library's current budget
4. The Library's latest audited financial statement
5. A package of materials from the previous six months of Board meetings (minutes, reports, etc.)
6. As available the Board will also receive orientation materials prepared by Ontario Library Service, the Ontario Library Association and the Ontario Library Board's Association, such as Cut to the Chase and Learn HQ.
7. The current Strategic Plan
8. Any legacy documentation

By-Law 10 - ELECTIONS OF OFFICERS

Elections for the positions of Chairperson and Vice-Chairperson shall take place at the inaugural meeting of the Board. R.S.O. 1990, c. P. 44, s. 14(3).

1. If more than one person has been nominated, the Chairperson shall be elected by secret ballot.
2. Should no member receive a clear majority, the Secretary shall so declare and balloting shall proceed, with the member receiving the smallest number of votes being dropped.
3. Following election of the Chairperson, he/she shall assume the Chair and call for nominations for Vice-Chairperson.

If the Chairperson is not present, the Secretary shall call for nominations for Vice-Chairperson and the election for Vice-Chairperson shall be conducted in the same manner as for Chairperson.

By-Law 11 - TERMS OF REFERENCE FOR THE CHAIRPERSON OF THE BOARD

The primary role of the Chairperson of the Board is to ensure the proper functioning of the Board and the proper conduct of Board business, in accordance with appropriate legislation and prescribed rules of procedure.

In addition, the Chairperson is responsible for:

1. Presiding at regular and special meetings of the Board in accordance with the Public Libraries Act, R.S.O. 1990 and other relevant legislation, and with the rules of procedure adopted by the Board. Working with the CEO to prepare meeting agendas and recording the results of motions.
2. In the absence of specific authority, not committing the Board to any course of action.
3. Serving as an ex-officio member of all Board committees.
4. Acting as one of the authorized signing officers of all documents pertaining to Board business.
5. 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.
6. 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.

7. Ensuring that vacancies on Board committees are filled as expeditiously as possible.
8. Advising the Vice-Chairperson, if for any reason the Chairperson is temporarily unable to perform these functions.
9. The term of office for the Chairperson of the Dryden Public Library Board shall normally be four years. The election shall take place at the Inaugural Meeting of the Board.

By-Law 12 - TERMS OF REFERENCE FOR THE VICE-CHAIRPERSON OF THE BOARD

In the absence of the Chairperson, the Vice-Chairperson of the Dryden Public Library Board acts as an official representative of the Library, and ensures the proper functioning of the Board and the proper conduct of Board business, in accordance with appropriate legislation and prescribed rules of procedure.

In addition, the Vice-Chairperson is responsible for:

1. Exercising all powers and performing all duties of the Chairperson, in the absence of the Chairperson.
2. Exercising such powers and duties as may, from time to time, be assigned by the Board.
3. The term of office of the Vice-Chairperson of the Dryden Public Library Board shall be four years. The election shall take place at the Inaugural Meeting of the Board

By-Law 13 – CHIEF EXECUTIVE OFFICER

In accordance with the Public Libraries Act, s. 15(2) the Dryden Public Library Board shall appoint a CEO/Chief Librarian, who shall attend all Board meetings.

The Board delegates the authority for the management and operations and services to the CEO/Chief Librarian. The CEO/Chief Librarian has general supervision over and direction of the operations of the Library and staff thereof, and shall perform such other duties as from time to time may be conferred upon or assigned to him or her by the Board, including (but not limited to):

1. Shall inform the Board as to all appointments to, and all promotions in, and removals from the staff of the Library.
2. Shall, together with the Chairperson of the Board, represent the Board before the appointing council and during meetings with the Mayor and Council.
3. Shall report monthly to the Board on the affairs of the Library and make such recommendations as deemed necessary.

The Chief Executive Officer shall also serve as Secretary-Treasurer of the Board, as allowed by the Public Libraries Act, s 15(5).

The Board shall establish a job description, hours of work, salary and benefits for the position.

The job description shall clearly list the duties assigned to the position and establish the reporting relationships of the Chief Executive Officer.

The Board shall conduct an annual evaluation of the performance of the Chief Executive Officer to aid in setting objectives for the next year.

By-Law 14 - TERMS OF REFERENCE FOR THE TREASURER

The treasurer is normally the CEO and shall receive and account for all the Board's money; open an account or accounts in the name of the Board in a chartered bank, trust company or credit union approved by the Board; deposit all money received on the Board's behalf to the credit of that account or accounts; disburse the money as the Board directs.

By-Law 15 - TERMS OF REFERENCE FOR THE SECRETARY

The secretary is normally the CEO and shall keep minutes of every board meeting and conduct the Board's official correspondence. They shall send out an agenda in advance of Board meetings and will file approved minutes and place them on the website.

By-Law 16 - COMMITTEES OF THE BOARD

Duties of Committees

The purpose of committees is to facilitate efficient conduct of the business of the Board, when such committee business could not be conducted at Board meetings. The committees review all materials referred to them by the Board, prepare reports and recommendations in their area to be presented to the Board, and recommend items for budget inclusion which they wish carried forward in the next year.

The Board may, at any regular meeting, appoint the following standing committees:

1. Finance
2. Property
3. Planning and Policy
4. Personnel

At the first meeting of each committee, a Committee chairperson shall be elected from the committee. The Chairperson of the Board shall be an ex-officio member of all committees.

Each committee shall consist of a chairperson, at least two (2) members at large, the Board Chairperson (ex-officio), the CEO (ex-officio), and other staff members or members of the public when appropriate, unless explicitly stated in the terms of reference for the committee.

Meetings of committees may be called by the Chairperson of the committee or by a majority of the members of a committee.

Committees shall operate within the terms of proceedings established and approved by the Board. The

terms of reference may be amended on a majority vote by the Board.

Ad-hoc committees may be appointed to deal with specific, non-regular items of business.

By-Law 17 - FINANCE COMMITTEE TERMS OF REFERENCE

The Finance Committee shall commence meetings in August of every year to produce a draft operating and capital budget to be presented to the Board at the September regular Board meeting.

The Finance Committee will meet as necessary until the budget is accepted and approved by City of Dryden Council and no further revisions are needed.

Following the completion of the operating and capital budget for the upcoming year, the Finance committee will continue to meet, as required, when issues regarding finance arise that warrant a meeting.

By-Law 18 - PROPERTY COMMITTEE TERMS OF REFERENCE

The Property Committee is charged with presenting solutions and recommendations to the Board concerning any of the following:

- 1) Issues relating to the building housing the Dryden Public library, including maintenance affecting safe operation of the facility as well as enjoyment of the building by patrons on a regular, uninterrupted basis.
- 2) Concerns regarding space and facility requirements must be dealt with by the Property committee.
- 3) Any other issues pertaining to building, grounds and/or maintenance, enjoyment of, and future facility needs of the Dryden Public Library will be addressed by the Property Committee.

By-law 19 - PLANNING AND POLICY COMMITTEE TERMS OF REFERENCE

The Planning and Policy Committee is responsible to the Dryden Public Library Board for making recommendations to the Board concerning Board policy and planning.

Specific duties are as follows:

1. Recommend rules of conduct and procedure (by-laws) for the Board.
2. Assess the Board's mission statement, goals and objectives and make recommendations for revision and change.
3. Regularly assess current Board policy in relation to the Library's mission statement and goals and objectives and make recommendations for revision and change.
4. Assess client needs in the community served by the Library through the preparation and implementation of a community needs assessment study.

5. Assess the services of the Dryden Public Library in light of assessed client needs and make service and budget recommendations to the Board.
6. Recommend, to the Board, planning processes as required to ensure that changing client needs are continually taken into account and, at the Board's direction, develop, oversee, and evaluate such planning processes.
7. Recommend rules and regulations governing use of the Library by the community and appropriate open hours for serving the community.

The CEO shall attend all meetings of the Committee and record the minutes.

The Committee shall report its findings and recommendations at the meeting of the Board directly following each meeting of the Committee.

By Law 20 - PERSONNEL COMMITTEE

The Personnel Committee is composed of the Chairperson of the Board, and the Vice-Chairperson of the Board.

The Personnel Committee is responsible for performing an annual performance evaluation for the CEO/Chief Librarian, according to City of Dryden guidelines and timelines, and for presenting results to the Board. Bi-annual meetings to review goals and objectives with the CEO will be called by the Personnel Committee.

By-Law 21 - MEETINGS OF THE BOARD

In accordance with the Public Libraries Act, s. 14(1) the Chief Executive Officer shall call the inaugural meeting of the Dryden Public Library Board at the start of each new term upon receipt of the confirmation of appointments from the Municipal Clerk. The Inaugural meeting refers to the meeting immediately following Municipal elections for Mayor and Council.

The Dryden Public Library Board shall hold at least seven meetings per calendar year. Past practice of the Board has been to meet January –June and September –November. A regular time and date for meetings for the year shall be set at the first meeting of the year. The meeting day, time and place can be changed by the Chairperson, providing each Board member, the CEO/Librarian and the secretary are consulted and agree. R.S.O. 1990, c. P. 44,s. 16 (1).

A special meeting of the Board may be convened by the chairperson and any two members of the Board, by giving each Trustee reasonable seven days' advance notice in writing, as per the Public Library Act, s. 16 (2). The notice must specify the purpose for which the meeting is called. The agenda of the meeting shall be only the purpose identified. Meetings may be held virtually or in person at the Library meeting room.

In accordance with the Public Libraries Act, s. 16.1 (2) all meetings of the Board are open to the public. A meeting or part of a meeting may be closed to the public when dealing with information about an

identifiable individual as specified in the *Municipal Freedom of Information and Protection of Privacy Act* or other subject matter as outlined in R.S.O. 1990, c. P.44, s. 16.1 (4).

Motions are required to move proceedings of the Board meeting in camera and to return from in camera. All non-members of the Board must leave the meeting during the in camera period. Any motions arising from this in camera discussion must be made only after the Board has returned to normal proceedings.

Proceedings of all meetings of the Dryden Public Library shall use Robert's Rules of Order as a guideline.

Board members shall have a package of materials relevant to the regular Board meetings, provided by email, or on request, provided as a paper copy in the member's mailbox, which shall include all materials pertinent to the Board agenda. Every effort will be made to provide this material on the Friday prior to the scheduled meeting.

By-Law 22 - ORDER OF PROCEEDINGS

As per the Public Libraries Act, R.S.O. 1990, chapter P. 44 Section 16(5) "The presence of a majority of the Board is necessary for the transaction of business at a meeting". Meetings shall be called to order as soon after the hour fixed for a meeting as a quorum is present.

For all meetings, a quorum shall be the majority of board members. If a quorum of voting members is not present, the chair cannot call the meeting to order. 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.

Where a quorum is not present within thirty minutes after the hour fixed for a meeting, an information meeting will be held with the members present. All motions will be deferred to the next meeting of the Board.

In the absence of the Chairperson, the Vice-Chairperson shall preside.

The 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 from the minutes
7. Reports
 - a. Financial Report
 - b. CEO Report
 - c. Statistical Report
 - d. Health and Safety Report
8. Decision Items
9. Discussion Items
10. Information Items
11. Other Business/Questions

12. Date of Next Meeting
13. Adjournment

All business shall be dealt with in the order of the agenda unless otherwise decided by the Board.

By-Law 23 - DELEGATIONS TO BOARD MEETINGS

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.

By-Law 24 - ATTENDANCES AT MEETINGS

Regular attendance of all Board members at Board meetings is vital to the satisfactory conduct of Board business. In the event that a member must be absent from any meeting, that member shall notify the Secretary prior to the day of the meeting.

In accordance with the Public Libraries Act, s. 13, should a member be absent for three (3) consecutive meetings, the Board shall consider the circumstances of the absence and either:

1. Notify Council that the seat is vacant, or
2. Pass a motion authorizing that person to continue as a Board member until the next meeting.

By-Law 25 - CONFLICT OF INTEREST

Any member of the Dryden 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.

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.

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.

Every disclosure of interest shall be recorded in the minutes of the meeting by the Secretary of the Board.

By-Law 26 - MINUTES OF MEETINGS

The Secretary shall record and keep accurate minutes of each meeting of the Board and make available the draft minutes to all Board members within a week of the meeting.

The draft minutes of each meeting shall be approved, or amended and approved, at the next regular

meeting of the Board.

The approved minutes of each meeting shall be filed by the Secretary with the Library's permanent records, posted on the City of Dryden website, and made available to the public in print form, in the library.

By-Law 27 - FINANCIAL YEAR

The Financial year of the Dryden Public Library Board shall terminate on the 31st day of December in each year.

By-Law 28 - BANK ACCOUNTS

Bank accounts and financial records required for the business of the Board shall be administered through the Treasurer of the City of Dryden by agreement between the City of Dryden and the Dryden Public Library Board. The Dryden Public Library Board shall maintain a bank account in the name of the Board, as outlined in the Act. R.S.O. 1990, c. P. 44, s. 15(4).

By-Law 29 - SIGNING OFFICERS OF THE BOARD

The main signing officers shall be the Chairperson, the Vice-Chairperson, and the CEO. The Board may appoint such other signing officers as circumstances warrant.

By-Law 30 - PRIOR APPROVAL OF EXPENDITURES

The Board shall give prior approval to each capital expenditure in excess of five thousand dollars which has not been explicitly approved in the budget.

By-Law 31 - REIMBURSEMENTS OF EXPENSES

The Dryden Public Library Board shall, upon submission of receipts, reimburse its members for approved travelling and other expenses incurred in carrying out their assigned duties as members of the Board. R.S.O. 1990, c. P. 44, s. 18.

By-Law 32 - AUDITS

The accounts of the Board shall be audited by auditors appointed by the Municipality at the conclusion of each financial year and at such other times as the Board shall direct.

The Secretary of the Board shall annually receive copies of the Library's audited financial statement from the Municipality, distribute a copy to each Board member, and file two copies with the Library's official records.

By-Law 33 - AMENDMENTS OF BY-LAWS

A motion to amend or remove a by-law of the Dryden Public Library Board shall require a majority vote of at least two thirds of the members in order to be carried, providing that notice shall have been given at the previous meeting of the Board.

The Planning and Policy Committee of the Board shall review all by-laws every four years, and make such recommendations to the Board as is deemed necessary.

Related Documents:

Municipal Freedom of Information and Protection of Privacy Act, R.S.O. 1990, c M56

Public Libraries Act, R.S.O. 1990, c. P44

History			
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