

North Perth Public Library



Policy Title: **Board Governance**

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Section 1: Purpose of the Board

1. The purpose of the North Perth Public Library Board is to govern the affairs of the public library in service to the community.
2. The Board oversees the development of a comprehensive and efficient public library service by:
 - a) expressing the library's philosophy and values;
 - b) articulating the library's vision, mission and priorities;
 - c) evaluating results of activities and services used to achieve goals;
 - d) setting policies on governance and service;
 - e) delegating authority to the Chief Executive Officer (CEO) and evaluating her/his their performance;
 - f) planning for further library development;
 - g) securing the resources to achieve the intended results;
 - h) advocating for library service
3. The Board governs effectively by:
 - a) representing the interests of the community;
 - b) engaging the community in determining responsive and dynamic library service;
 - c) acting as a bridge between the library and the council;
 - d) working collaboratively with the CEO and the council;
 - e) setting an annual board agenda that reflects current goals and strategic issues;
 - f) working proactively and making decisions that focus on the library's future and place in the community;
 - g) evaluating the board's performance

Section 2: Delegation of Authority to the CEO

1. In accordance with the *Public Libraries Act, R.S.O. 1990, c. P44, s. 15(2)*, the Board appoints a Chief Executive Officer (CEO) who shall have general supervision over, and direction of, the operations of the North Perth Public Library and its staff.

2. The CEO is the Board's only link to the operation of the library. As such:
 - a. the Board directs the CEO through:
 - i. decisions made at Board meetings, by majority vote
 - ii. approved written policies
 - iii. approved budgets and plans
 - iv. the CEO job description
 - b. only official decisions of the full Board are binding on the CEO
 - c. decisions or instructions of individual Board members are not binding on the CEO

3. The CEO will:
 - a. take, or approve lawful actions in the name of the library
 - b. take actions consistent with the Board's mission, vision, values and policies
 - c. be responsible for the employment, management and performance evaluation of all staff employed by, or on contract with, the library
 - d. design, implement and manage all operational practices and activities

Section 3: Duties and Responsibilities of Individual Board Members

1. The North Perth Public Library Board expects its members to understand the extent of their authority and to use it appropriately. Each Board member is expected to become a productive participant in exercising the duties of the Board as a whole.

2. Individual members of the Board are responsible for exercising a *Duty of Diligence* as follows:
 - a. be informed of legislation under which the library exists, Board bylaws, mission, vision and values;
 - b. be informed about the activities of the library and the community and issues that affect the library;
 - c. attend Board meetings regularly and contribute from a personal, professional and life experience to the work of the Board;
 - d. be prepared for all Board meetings and use meeting time productively.

3. Individual members of the Board are responsible for exercising a *Duty of Loyalty*, as follows:
 - a. adhere to the regulations of the *Municipal Conflict of Interest Act. R.S.O. 1990, c. M50*;
 - b. act in the interest of the library members and community over and above other interest group involvement, membership on other Boards, council or personal interest;

- c. speak with “one voice” once a decision is reached and a resolution is passed by the Board;
 - d. represent the library positively to the community;
4. Individual members of the Board are responsible for exercising a *Duty of Care*, as follows:
 - a. promote a high level of library service;
 - b. consider information gathered in preparation for decision making;
 - c. offer personal perspective and opinions on issues that are subject to Board discussion and decisions;
 - d. show respect for the opinions of others;
 - e. assume no authority to make decisions outside of Board meetings;
 - f. know and respect the distinction in the roles of the Board and the staff;
 - g. refrain from individually directing the Chief Executive Officer (CEO) and the staff;
 - h. respect the confidential nature of library service to users while being aware of, and in compliance with, applicable laws governing freedom of information;
 - i. resist censorship of library materials by groups or individuals

Section 4: Financial Control/Oversight

1. The Board is accountable to the community for the library’s financial affairs. The Board must ensure adequate controls are in place to manage finances and see that the library has adequate resources to deliver service and fulfill its mission.
2. The financial year of the North Perth Public Library shall terminate on the 31st day of December in each year.
3. In accordance with the *Public Libraries Act, R.S.O. 1990, c. P44 s. 15(4b)*, the treasurer will open an account or accounts in the name of the Board in a chartered bank, trust company or credit union approved by the Board.
4. The CEO is authorized to operate the library within the approved budget.
5. In accordance with the *Public Libraries Act, s. 24(1)*, the Board shall submit to council, annually on or before the date and in the form specified by council, estimates of all sums required during the year.
6. The Board prepares, for council approval, annual estimates of a long-term capital budget which supports the library’s approved long term goals.
7. The Board will provide sufficient information to support the estimates.

8. The Board shall appoint three signing officers of the Board for purposes of annual reporting and other official communications. All such communications will be signed by any two signing officers.
9. All cheques or other orders for payment of money in the name of the North Perth Public Library Board, as directed by the CEO, shall be signed by the municipal Treasurer and the current Mayor of the Municipality of North Perth.
10. The Board monitors the finances in order to ensure that the ongoing financial position of the library is consistent with the priorities approved by the Board. The Board shall monitor the monthly financial report as prepared by the treasurer, at each meeting.
11. In accordance with the *Public Libraries Act, s. 24(7)*, the accounts of the Board shall be audited, by a person appointed under section 296 of the *Municipal Act, S.O. 2001, c. 25* and submitted to the council annually on or before the date specified by the council.
12. An audit may also be undertaken, upon the death, resignation, dismissal or other termination of the treasurer of the Board, and at such other times as the Board shall direct.

Section 5: Policy Development

1. In accordance with the *Public Libraries Act, R.S.O. 1990, c. P44, s. 3(3)*, the North Perth Public Library is under the management and control of the Board. The Board has the sole authority and responsibility for establishing policy.
2. Policies set the framework for the governance and operations of the library and provide direction to Board and staff. The policies are the tool for achieving the library's purpose and advancing the mission. Board members and staff are responsible for knowing, understanding and complying with the policies of the North Perth Public Library.
3. The Board develops and maintains policies in four areas:
 - a. Foundation policies which record the Board's decisions on vision, mission, and values;
 - b. Board bylaws which establish the organizational structure of the Board and how it does business;
 - c. Governance policies which define the responsibilities and regulate the work of the Board;
 - d. Operational policies which regulate the services and day-to-day operations of the library

4. The Board will establish a schedule to review existing policies and will integrate this schedule into the Board agendas. The Board will ensure that policies comply with the Public Libraries Act, any applicable municipal bylaws provincial and federal legislation
5. The Board will:
 - a. receive all policy changes, in draft, with the agenda and other materials distributed prior to the next scheduled Board meeting;
 - b. introduce a new policy or policy change through a motion at a duly constituted Board meeting;
 - c. approve all policies at a duly constituted Board meeting
6. All policies should be documented in a standard format; numbered according to policy type and include the date of approval and the date of the next review.
7. The Board will:
 - a. include approved policies in the North Perth Public Library Policy Manual;
 - b. ensure that all Board members and staff have access to the policy manual;
 - c. post applicable policies on the library's website
8. The development of a new policy or the revision of an existing policy can come from several sources:
 - a. the Chief Executive Officer;
 - b. a member of the Board;
 - c. the council;
 - d. provincial government; or
 - e. a member of the public

Section 6: Planning

1. Section 20(1) of the *Public Libraries Act, RSO 1990, chapter P.44* requires that a library Board "shall seek to provide, in co-operation with other Boards, a comprehensive and efficient public library service that reflects the community's unique needs." An effective planning process will help to ensure that the library can provide this service.
2. The North Perth Public Library Board shall make certain that an effective planning process is in place for the library that ensures that:
 - a. the library needs of the community are met;
 - b. the library is able to respond to changing needs and trends in the community;
 - c. community input is received during the planning process;
 - d. key decision makers in the community are encouraged to make a long-term commitment to library services;

- e. there is continuity of services regardless of personnel changes in Board or staff;
 - f. library funds are spent in a deliberate and responsible manner;
 - g. services available elsewhere in the community are not unnecessarily duplicated
3. The Board will conduct regular reviews on the work accomplished to achieve the goals and strategies set out in the current strategic plan. The Board shall set the time frame for these reviews in their annual work plan.
 4. To ensure the continuity of the planning process, the Board shall commence the strategic planning process at or just prior to the conclusion of the current strategic plan.

Section 7: Board Orientation

1. Board members shall be given a thorough orientation within two months of their appointment to the Board. The Chief Executive Officer (CEO) and the Board Chair shall be responsible for developing an agenda to provide an orientation which shall include, but not be limited to:
 - a. information on the library's vision, mission and values;
 - b. an overview of the *Public Libraries Act, R.S.O. 1990, c. P44*;
 - c. an overview of the Integrated Accessibility Standards Regulation;
 - d. an overview of the Municipal Freedom of Information and Protection of Privacy Act, *R.S.O. 1990, c. M56*;
 - e. an overview and copy of the Board bylaws and governance policies;
 - f. a discussion on the role, structure, code of conduct and function of the Board;
 - g. a tour of the library's branches and introductions to staff members and services
2. Each Board member will receive:
 - a. the current *North Perth Public Library Policy Manual*; (~~linked to library website~~)
 - b. the library's current planning documents;
 - c. a copy and overview of the current budget;
 - d. instructions for obtaining library membership;
 - e. a copy of the *Library Board Development Kit* (~~Southern~~ Ontario Library Service);
 - f. a copy of *Cut to the Chase: Ontario Public Library Governance at a Glance*. (Ontario Library Boards' Association)

Section 8: Board Training

1. Ongoing training ensures that Board members focus on good governance, strategic directions and policy implications rather than on operational details.
2. To ensure ongoing education, the Board will:
 - a. schedule time for Board training;

- b. maintain a membership in the Ontario Library Association and the Ontario Library Boards' Association;
 - c. assign a representative who will attend the regional Trustee Council meetings and report back to the Board;
 - d. fund two Board members to attend a relevant conference (e.g. OLA Superconference) annually
3. The Board will receive information from the Chief Executive Officer (CEO) about training and networking offered by various organizations in Ontario.
4. The cost of any training must be approved by the Board before it is undertaken
5. Board members will report on their participation in training events.
6. In the first year of its term, the Board will review and discuss each module of the Library Board Orientation Kit, prepared by Southern Ontario Library Service.
7. Board members are encouraged to participate in training opportunities that include, but are not limited to:
 - a. effective governance,
 - b. planning,
 - c. advocacy,
 - d. funding development,
 - e. decision making

Section 9: Committees of the Board

1. The North Perth Public Library Board may use ad hoc committees to further the work of the Board. This Board will establish terms of reference and specific duties for each of these committees, as the need arises.
2. Committees report directly to the Board and have no authority other than to draft recommendations or prepare alternatives for the Board's consideration.
3. Committees operate for defined periods of time and have a specific purpose which must be defined in written terms of reference.
4. Ad hoc committees coordinate the work, do the research and draft the documents to be reviewed and adopted by the Board as a whole.
5. An ad hoc committee that is established by the Board may include non-Board members.

6. Meetings of committees may be called by the chair of the committee or by a majority of the members of a committee.
7. Committees shall not supervise or direct staff.

Section 10: Friends of the North Perth Public Library Committee

1. There shall be a standing fundraising sub-committee of the North Perth Public Library Board that shall be known as “The Friends of the North Perth Public Library Committee”. The objective of the Friends of the North Perth Public Library Committee is to promote, assist and support special projects as approved by the North Perth Public Library Board.
2. Members of the committee must be appointed by Board resolution subsequent to the appointment of NPPL Board members after each municipal election.
 - a. There shall be a minimum of 5 members and a maximum of 11 members;
 - b. One Library Board member and one Library staff member shall each act as liaison;
 - c. The sub-committee will make recommendations for appointment to the group
3. The members are to elect a chair, vice-chair, secretary and treasurer internally subsequent to each municipal election. The following conditions shall apply to all members:
 - a. Membership is open to all;
 - b. All members are to have equal standing;
 - c. Members may attend all meetings of the sub-committee and vote on any motion;
 - d. The Committee Members are volunteers and are not to receive any remuneration by the Board or municipality but will be covered by the North Perth Public Library’s general insurance and will be governed by the Municipality of North Perth applicable by-laws
4. The Committee members will determine the location, date and time of committee meetings and provide appropriate public notice of meetings and operate as per the municipal procedural by-law.
5. The fiscal year is the calendar year as per the Municipal Act. Revenues and expenditures must be approved and transacted as per the municipal revenue and purchasing by-laws being approved by the North Perth Public Library CEO for processing. All transactions will be part of the Board’s financial documentation and included in the year-end Financial Statements and external audit process for public scrutiny.

Section 11: Board Advocacy

1. Through its advocacy work, the Board seeks to promote the profile of the library and enhance its importance to the community.
2. The Board Chair (or delegate) shall be the official spokesperson for the North Perth Public Library on issues approved by the Board.
3. In pursuing its advocacy activities, the Board shall:
 - a) prepare an annual advocacy plan;
 - b) inform council of the needs of the community, the development of library services, plans and achievements by means of reports;
 - c) participate regularly in activities that build relationships with individuals and organizations that share interests with those of the North Perth Public Library;
 - d) identify and respond to issues, concerns and government policies that may directly or indirectly affect the North Perth Public Library and ensure that government decision-makers at all levels are aware of the value of the library and its benefit to individuals and to the community

Section 12: Board Evaluation

1. The evaluation process identifies key areas for Board improvement and the requisite follow-up action.
2. The Board will evaluate its effectiveness on an annual basis.
3. The Chair is responsible for managing the process of the evaluation.
4. The evaluation will be done by establishing an annual Board work plan and subsequently judging performance, in the areas of:
 - a. policy development
 - b. planning
 - c. advocacy
 - d. relationship with the Chief Executive Officer
 - e. finance
 - f. Board conduct and practice

Section 13: Evaluation of the Chief Executive Officer

1. It is the Board's responsibility to appoint a qualified and competent individual as the Chief Executive Officer (CEO). The Board oversees the performance of the CEO and supports the CEO's development. As part of this process the Board conducts a formal annual performance appraisal of the CEO. This process facilitates bilateral communication between the Board and the CEO, and ensures that the Board's priorities are being achieved.
2. The CEO's performance will be evaluated after the first six months for a new hire, and annually thereafter in October as per the Municipality's performance review schedule.
3. The Board shall:
 - a. prepare a written job description which states the responsibilities of the CEO;
 - b. develop, with the CEO, performance objectives based on the strategic priorities of the Board; and
 - c. appraise the CEO's performance based on the job description, relevant competencies, progress towards achieving the Board's priorities, and compliance with Board policies
4. Information collected to assess the performance of the CEO may include:
 - a. the annual report from the CEO on outcomes of the previous year's objectives and actions;
 - b. data on service performance measures such as circulation, membership, program statistics, collection development etc.;
 - c. seek input from members of the Board, staff and/or outside stakeholders;
 - d. invite the CEO to be an active participant in his/her own appraisal
5. In the event that the CEO's performance needs improvement, the Board must clearly state where progress must be made and will:
 - a. offer training and/or mentoring opportunities to address specific issues; and
 - b. re-evaluate the performance of the CEO in six months.

Section 14: Succession Planning

1. An effective Board is comprised collectively of people who have the knowledge, the skills and background necessary to govern with excellence and to lead the library in the realization of its vision.
2. The Library Board will make all possible effort to ensure that a minimum of two Board members continue from one term to the next.

3. *Public Libraries Act, R.S.O. 1990, c. P44, s. 10(4)* requires that the council appoint library board members. If requested, the Board will collaborate with council on a preliminary selection process.
4. The Board will:
 - a. identify any need for potential successors, six months prior to the end of the current term.
 - b. undertake a review of the Board's effectiveness in governing and accomplishing the strategic plan
 - c. solicit input from the Chief Executive Officer (CEO)
 - d. identify suitable candidates and solicit their willingness to serve
 - e. inform the potential candidates of the imminent appointment process
 - f. provide the Municipal Clerk with a list of recommended candidates, if requested
5. Upon request, potential candidates will be provided with briefing materials and information about library governance and services.

Related Documents:

- North Perth Public Library *BL-01 Board Procedural ByLaws*
- Province of Ontario [Municipal Act, 2001](#)
- Province of Ontario [Public Libraries Act, R.S.O 1990](#)