



# Newmarket Public Library Board Agenda

Date: Wednesday, November 18, 2020  
Time: 5:30 PM  
Location: Electronic VIA ZOOM

## Pages

### 1. Meeting to be held through live video interface via Zoom

Join Zoom Meeting

<https://us02web.zoom.us/j/85878514291?pwd=UU9ud0dkbzBOYXFUUXRBWDExajliZz09>

Meeting ID: 858 7851 4291

Passcode: 751130

### 2. Adoption of Agenda Items

2.1. Adoption of the Regular Agenda

2.2. Adoption of the Closed Session Agenda

2.3. Adoption of the Consent Agenda Items

### 3. Declarations

### 4. Consent Agenda Items

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8.	<b>Closed Session (If required)</b>	
9.	<b>Dates of Future Meetings</b>	
9.1.	The next Regular Board meeting is scheduled for Wednesday, December 16, 2020 at 5:30 pm. Location electronic via Zoom	
10.	<b>Adjournment</b>	



# Newmarket Public Library Board

## Minutes

Date: Wednesday, October 21, 2020  
 Time: 5:30 PM  
 Location: Electronic VIA ZOOM

Members Present: Darcy McNeill, Chair  
 Jane Twinney, Vice Chair  
 Kelly Broome  
 Darryl Gray  
 Leslee Mason  
 Art Weis  
 Victor Woodhouse

Staff Present: Todd Kyle, CEO  
 Jennifer Leveridge, Manager, Library Services  
 Ben Shaw, Manager, Library Operations  
 Lianne Bond, Administrative Coordinator

### 1. Meeting to be held through live video interface via Zoom

The Chair called the meeting to order at 5:40 pm

### 2. Adoption of Agenda Items

- 2.1 Adoption of the Regular Agenda
- 2.2 Adoption of the Closed Session Agenda
- 2.3 Adoption of the Consent Agenda Items

#### **Motion 20-10-135**

**Moved by** Victor Woodhouse

**Seconded by** Leslee Mason

**That** items 2.1 to 2.3 be adopted as presented.

**Carried**

### 3. Declarations

None were declared.

#### **4. Consent Agenda Items**

- 4.1 Adoption of the Regular Board meeting minutes for Wednesday, September 16, 2020
- 4.2 Strategic Operations Report for September, 2020
- 4.3 Third Quarter Statistical Data
- 4.4 Third Quarter Financial Statements

##### **Motion 20-10-136**

**Moved by** Darryl Gray

**Seconded by** Victor Woodhouse

That items 4.1 to 4.4 be adopted as presented.

**Carried**

#### **5. Reports**

No reports.

#### **6. Business Arising**

- 6.1 Update on 2021 Operating and Capital Budget Requests

The update on 2021 Operating Budget outlined the potential for the need to fund mandatory increases to wages from Library Operating Reserves in 2021. Modifications have been made to the 2021 Capital Budget request to focus on maintenance of critical infrastructure.

##### **Motion 20-10-137**

**Moved by** Victor Woodhouse

**Seconded by** Darryl Gray

**That** the Library Board receive the report on Update on 2021 Budget Requests;

**And that** the use of Library Operating Reserves to cover any shortfall in the 2021 fiscal year be brought back to the Library Board when the 2021 Operating and Capital Budget requests have been approved by the Town of Newmarket Council.

**Carried**

## 6.2 Consolidated Revisions to Governance Policy

Revisions to the Newmarket Public Library Board Governance Policy were reviewed by the Board.

### **Motion 20-10-138**

**Moved by** Jane Twinney

**Seconded by** Kelly Broome

**That** the Library Board receive the report on consolidated revisions to the Governance Policy;

**And that** the Library Board will further review the revisions to the Governance Policy as presented.

**Carried**

## 6.3 Library Board Action List

The Library Board reviewed the Action List.

### **Motion 20-10-139**

**Moved by** Victor Woodhouse

**Seconded by** Leslee Mason

**That** the Library Board received the Action List as presented.

**Carried**

## 7. New Business

### 7.1 Inclusion and Anti-Discrimination Policy

The Library Board reviewed the new Inclusion and Anti-Discrimination policy drafted due to recent concerns globally regarding racism.

### **Motion 20-10-140**

**Moved by** Victor Woodhouse

**Seconded by** Jane Twinney

**That** the Library Board receive the report on Inclusion and Anti-Discrimination Policy;

**And that** the Library Board approve the policy as drafted.

**Carried**

**8. Closed Session (if required)**

**9. Dates of Future Meetings**

9.1 The next Regular Board meeting is scheduled for Wednesday, November 18, 2020 at 5:30 pm. Location electronic via Zoom

**10. Adjournment**

**Motion 20-10-141**

**Moved by** Kelly Broome

**Seconded by** Darryl Gray

**That** there being no further business the Library adjourn at 6:25 pm.

**Carried**

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Darcy McNeill, Chair

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Todd Kyle, Secretary/Treasurer



## Strategic Operations Report: October, 2020

	<b>Igniting Community Dialogue, Discovery and Debate</b>	<b>Leading a Learning Community</b>	<b>Readying our Capabilities</b>
<b>Collaborative Relationships</b>	<ul style="list-style-type: none"> <li>Virtual Classic Play Reading with Shadowpath Theatre moving to monthly format after successful debut</li> <li>Library collaborating with Shadowpath on Theatre-Making 101 program for newcomers to create short plays</li> <li>Halloween storytelling program held online with local storyteller; 15 attendees</li> </ul>	<ul style="list-style-type: none"> <li>Winter cycling program held in partnership with Markham Cycles</li> <li>Programs planned in partnership with Ontario Bar Assoc, Writers Community of York Region, Honsberger Physio and author Mike Drak.</li> <li>Welcome Centre and Ontario Early Years partner storytime programs have transitioned to online format; total of 82 participants in October.</li> </ul>	<ul style="list-style-type: none"> <li>Discussions held on renewing Library-Town IT alignment agreement and on joint capital plans for coming year</li> <li>Skilled trades program for youth planned for Nov 25 in partnership with Skills Ontario</li> </ul>
<b>Spaces</b>	<ul style="list-style-type: none"> <li>Quote process underway to replace projection systems in meeting rooms</li> </ul>	<ul style="list-style-type: none"> <li>Purchases underway for “sneeze guard” dividers for public study and meeting spaces</li> </ul>	<ul style="list-style-type: none"> <li>Cubicle dividers erected to provide more space to physically distance workspaces</li> </ul>
<b>Positioning</b>	<ul style="list-style-type: none"> <li>Social media posts reached over 11,000 people and garnered over 1000 engagements</li> <li>Article on virtual play reading featured on 2 local media sites</li> </ul>	<ul style="list-style-type: none"> <li>Virtual program expansion led to library adding a third Zoom account, including a webinar option</li> </ul>	<ul style="list-style-type: none"> <li>Secure online library card application process launched to coincide with Ontario Public Library Week; 60 applications on the first weekend</li> </ul>
<b>Resources</b>	<ul style="list-style-type: none"> <li>Homebound service continues to operate without the use of volunteers to deliver books; 30 registered</li> </ul>	<ul style="list-style-type: none"> <li>Staff did 23 remote Tech Help sessions and ran 9 online tech programs in October</li> <li>Virtual 3D printing service launched;</li> </ul>	<ul style="list-style-type: none"> <li>New PressReader online service had almost 25,000 articles opened in October.</li> <li>Staff gathering quotes for replacement of</li> </ul>

	<b>Igniting Community Dialogue, Discovery and Debate</b>	<b>Leading a Learning Community</b>	<b>Readying our Capabilities</b>
	<p>clients, 18 deliveries in October.</p> <ul style="list-style-type: none"> <li>• Staff working on a potential Homework Help program utilizing volunteers</li> <li>• Staff continued to run four book club meetings over Zoom each month.</li> </ul>	<p>patrons can e-mail files for pickup later</p> <ul style="list-style-type: none"> <li>• Advanced Readers Book Club for children attracting new participants for online format</li> <li>• Children's STEAM storytime launched; 46 participants in October.</li> </ul>	<p>meeting room projectors and wiring</p> <ul style="list-style-type: none"> <li>• Demand for while-you-wait book retrieval continues to increase; 241 requests in children's area alone.</li> </ul>
<b>Organization &amp; Operations</b>	<ul style="list-style-type: none"> <li>• Due to current 11am opening, Library to remain closed on Dec 24 and 31 rather than normal morning-only opening</li> </ul>	<ul style="list-style-type: none"> <li>• Library hosting library technician student placement for a current part-time employee</li> </ul>	<ul style="list-style-type: none"> <li>• Staff scheduling software vendor chosen and will begin before end of year</li> <li>• Security guard contract has ended</li> <li>• Strategic Projects Officer contract renewed for additional year</li> </ul>





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## Library Board Report

To: Newmarket Public Library Board

From: Todd Kyle, C.E.O.

Date: November 18, 2020

RE: **Update on library re-opening in alignment with COVID-19 Response Framework**

### Background:

The Library continues its efforts to re-open and re-introduce services. With the introduction of the new provincial COVID-19 Response Framework, staff are working on a detailed plan to continue these efforts in alignment with the 5 levels of response, of which York Region is currently designated as Restrict.

Under the guidance of the Library Board, the Library re-opened with restricted hours and services on July 28, 2020, after roughly a month of curbside-only service. The Library has continued to expand hours and services offered in a safe manner and the current service hours are 11:00 – 7:00 Tuesday to Thursday, and 11:00 – 5:00 Friday and Saturday.

This report outlines the current status of library services in relation to the Response Framework and provides a high-level overview of the Library's preparations for next steps when the regional level changes.

### Discussion:

#### Current Public Health Measures

Under the previous Stage 3 regulations, public libraries were allowed to open as long as borrowed or consulted materials underwent a quarantine process before being borrowed or used by others. In the current Restrict zone, libraries continue to be subject to a 50-visitor limit and to requirements for screening, contact tracing, and mandatory face coverings. In addition, workplace health and safety guidelines continue to encourage that visits be limited in time duration.

#### Implementation by the Library

The Library continues to follow international best practices around the quarantining of materials, is actively promoting online borrowing of digital collections, and is providing a wide array of programming online. While the Library shelves are closed, users are able to borrow materials either by placing holds online or over the phone and are able to request staff to retrieve materials while they wait. A limited number of computers and individual study spaces are also available with reduced time limits.

The Library is currently aligning service levels and opportunities to the COVID-19 Response Framework that will guide the relaxation of restrictions and reintroduction of services, including: opening of browsing, more protected study spaces, and an eventual return to small group in-person programs and room rentals. To maintain physical distancing in the library's constrained space as these services are introduced, staff are currently procuring clear acrylic shields to protect study and meeting spaces. At this point there are no immediate plans to increase hours of service, as it has proved immensely valuable for staff to be able to pick and re-shelve materials on hold while there are no members of the public present.

### **Financial Considerations**

The Library is currently not running any paid programming. Any performer expenses for virtual programs are being provided for through much appreciated donations from community members. All other self-generated revenue streams are currently suspended, resulting in a reduction of revenue. However, due to mitigating measures taken to reduce expenditures, the Library is on track to record a significant net savings for fiscal year 2020. The Library is looking to restart targeted revenue streams before the end of the year and in line with the Provincial framework.

Revenue streams currently suspended include overdue fines, processing fees for lost items, and collection agency fees for past-due debts. The process of sending reminders for overdue items, and for billing for the replacement cost of items more than 5 weeks late, has been re-started; however, most billed items are likely to be returned without any charges paid. A bigger question will be whether the Library will once again begin charging fines as we move through the recovery phases. Many libraries across the country have taken the opportunity to reflect on the inequities created by charging fines, inequities worsened by the unequal impact of the pandemic on socio-economically disadvantaged populations. By the beginning of 2021, the Board may wish to consider whether to extend the permanent fine-free status for children's material borrowed by children, to all materials for all users.

### **Conclusion:**

The following motion is recommended:

**THAT the Library Board receive the report on library re-opening in alignment with COVID-19 Response Framework;**

**AND THAT the Library Board authorize the C.E.O. to take all actions necessary to give effect to further re-opening in alignment with the Framework as described.**



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## Library Board Report

To: Newmarket Public Library Board

From: Todd Kyle, C.E.O.

Date: November 18, 2020

RE: **Strategic Planning Options**

### Background:

The Library's current Strategic Plan expired at the end of 2016 but has continued to guide strategic and operational decisions and contribute to the ongoing evolution of the Library. However, in order to prepare the Library for its next phase of development, as well as to position it for future growth, the Board has requested a report detailing options and costs for a renewed Strategic Plan. (This was originally on the agenda for the March 2020 meeting which was cancelled due to COVID).

At the same time, the Board, understanding that the pandemic has delayed a planned joint Library Facility Needs Study with the Town, has expressed interest in exploring how a Strategic Plan might include alternate service delivery considerations that would allow the Library to expand its reach into the community in the absence of a full new facility.

### Discussion:

There are two options available for this process at either end of the cost spectrum. The first is using the facilitation services of Ontario Library Service (the amalgamated agency that has resulted from the merger of SOLS and OLS-North). These half-day or full-day planning sessions would likely involve staff and Board members and typically include any combination of the following:

- Discussion aimed at coming to a collective understanding of the library's current reality, including making sense of any information gathered about the library and the community, and the opportunities and challenges the library is facing
- A revisiting/revisioning of the mission statement to ensure that it captures the library's unique value proposition and continues to inspire
- Envisioning and articulating a successful future for the library

- Identifying the 3-5 strategic directions that will form the framework for the plan.

In this option, the Library would be responsible all other tasks related to the plan, including gathering user feedback; creating a community profile based on demographics, market trends, etc; and performing an environmental scan to identify trends and advances in library service. As well, OLS would not be prepared to explore options for a service delivery philosophy or strategy, which would entail peer library comparisons as well as an analysis of gaps in library service in the community and of the opportunities to fill those gaps.

The cost would be in the range of \$2000-\$3000, according to OLS' typical hourly rate. This could be covered by the operating budget or the strategic reserve. However, the cost in staff time would be considerable, especially as the Library emerges from the effects of the pandemic. Particularly challenging would be market research and community consultation, which is beyond the capacity of staff; the addition of an exploration of service delivery strategy would be insurmountable.

For that reason, we are recommending the option to engage a full-service consultant. Staff would prepare a request for quotation and invite proponents to prepare a proposal, the shortlist of which would be provided to the Board for their consideration on a final decision. A full-service consultant would manage and execute all of the above tasks, including community consultation and market research, allowing staff and the Board to concentrate on the strategy itself in a fully facilitated environment.

An estimated cost for this process could be \$30,000-\$50,000 depending on the extent of consultation. This cost could be paid from reserves. As of the 2019 financial statements, the Strategic Plan Implementation Fund has a balance of roughly \$167,000, to which roughly \$12,000 is likely to be added by Board motion on an unrelated matter at this meeting. Much of this reserve has been dedicated to the Strategic Projects Officer position, but it would still be able to accommodate at least \$30,000 of this cost, and the rest could be taken from the Operating Reserve.

At this point only the Board's authorization to seek consultant services is being sought. The decision to engage a consultant, the choice of specific consultant, and the final expenditure will be brought to the Board in the first quarter of 2021.

## **Conclusion:**

The following motion is recommended:

**THAT the Library Board receive the report on Strategic Planning Options;**

**AND THAT the Library Board authorize the release of a request for quotation for a Strategic Planning consultant.**



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## Library Board Report

To: Newmarket Public Library Board

From: Benjamin Shaw, Operations Manager  
Todd Kyle, C.E.O.

Date: November 18, 2020

RE: **Final dissolution of York Info partnership**

### Background:

In November of 2019 the Board received a report on the proposed dissolution for the York Info partnership and authorized the C.E.O to take all necessary steps to give effect to the actions outlined in that report. In line with these directions, the York Info partnership began to wind down operations in December of 2019 with final dissolution set to take place after the audited financial statements were finalized in March/April of 2020. Given the unprecedented nature of the COVID-19 pandemic and the related delay in the audited financials, the final dissolution of York Info has also been delayed.

### Discussion:

The 2019 audited financial statements have been completed and reported that the York Info partnership had an accumulated surplus of \$21,520. The five partner libraries agreed that the original funding formula would be used to distribute the surplus. This formula included a base contribution plus a percentage of York Info operating costs determined by both number of records and population of the partner Library. Based on this formula, Newmarket Public Library's share of the surplus is \$11,657.

As these funds were originally used to implement a strategic priority, and it is improbable that the funds will be used for a strategic purpose in 2020, it is recommended that the Board direct that these funds be immediately transferred to the Strategic Plan Implementation Reserve fund. This will allow the Board to access these funds at a future date and can contribute to the upcoming strategic planning process.

**Conclusion:**

**The following motion is recommended:**

**THAT the Library Board receive the report on the dissolution of the York Info partnership;**

**AND THAT the Library Board authorize the C.E.O. to finalize the dissolution of the York Info partnership by transferring Newmarket Public Library's portion of the distributed surplus to the Strategic Plan Implementation Reserve Account.**



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## Library Board Report

To: Newmarket Public Library Board

From: Todd Kyle, C.E.O.

Date: November 18, 2020

RE: **Extension of temporary COVID policies**

### Background:

Pursuant to requirements and advice for public health during the COVID-19 pandemic, the Library Board adopted two temporary policies. The Temporary Face Covering Policy was adopted July 15, 2020 on the authority of the Board executive and confirmed by the Board on September 16, 2020; the Temporary Contact Tracing Policy was adopted by the Board on September 16, 2020. Both were set to expire on November 30, 2020 and need to be formally extended by the Board at this time.

The Province of Ontario now has a regulation requiring face coverings in all indoor public spaces, which applies to the Library. Although there is no direct regulation requiring libraries to collect information on visitors for contact tracing, there are regulations requiring it in businesses such as restaurants and fitness centres, and it has therefore been recommended that the Library follow suit.

### Discussion:

It is recommended that both policies be amended as follows:

- Amend the Face Covering Policy to indicate that it will expire when the order from the Province of Ontario and/or the Region of York requiring mandatory wearing of face coverings is rescinded;
- Amend the Contact Tracing Policy to indicate that it will expire when collecting information for contact tracing is no longer recommended by York Region Public Health.

### Conclusion:

The following motion is recommended:

**THAT the Library Board receive the report on Extension of Temporary COVID policies;**

**AND THAT the Library Board approve the extension of the Temporary Contact Tracing Policy and the Temporary Face Covering Policy until such time as no regulation requiring or recommending these policies is in effect.**





## **NEWMARKET PUBLIC LIBRARY BOARD**

### **GOVERNANCE POLICY**

# NEWMARKET PUBLIC LIBRARY BOARD GOVERNANCE POLICY

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## NEWMARKET PUBLIC LIBRARY BOARD GOVERNANCE POLICY

*(subject to By-law 2007-01 that establishes the Newmarket Public Library Constitution)*

### 1. BOARD STRUCTURE AND PURPOSE

The Public Libraries Act R.S.O. 1990, and applicable By-laws of the Library define the structure and mandate of the Library.

#### 1.1 Board Structure

The Library Board comprises a minimum of five ~~members~~Directors, with one less than a majority being members of Town Council. At the beginning of its term, the Board elects a Chair and a Vice-Chair from among its Directors. The Chair, by law, is elected for the full term and can only be replaced upon voluntary resignation or if the individual becomes ineligible to serve as a Director. Elected officers of the Library are the Chair and the Vice Chair. Although the Board may also elect from among its Directors a Treasurer and a Secretary, by default these roles fall to the CEO, who may delegate these roles to other staff. The Treasurer and Secretary are appointed by the Library Board. Since individuals serving on the Library Board are described in the *Public Libraries Act* and other official documents variously as ‘members’, ‘directors’, or ‘trustees’, they will be referred to throughout this document as “Directors”.

#### 1.2 Committees

Ad hoc committees or working groups may be established, as required by the Board, to carry out specific tasks as well as make recommendations to the Board. Mandate and terms of reference, including committee membership, are required of all committees. The Board Chair and Chief Executive Officer (CEO) are considered ex-officio members of all committees.

#### 1.3 Responsibilities as a Corporate Body

The Board’s role is to govern the affairs of the Library within the framework of the Public Libraries Act R.S.O. 1990.

The Board in discharging its responsibilities for the governance of the Library oversees the management of the Library’s finances, facilities and services. The Board ensures the proper and adequate discharge of this duty through its Treasurer, Secretary and CEO on behalf of and reporting to the Board.

#### 1.4 Authority and Accountability

The Board is responsible and accountable to its members and other users; and to the Council of the Town of Newmarket. ~~;~~ The Board shall exercise good stewardship on behalf of the trust placed in it by the Council, general public, patrons, staff, volunteers and other stakeholders.

#### 1.5 Governance

The Board is the legally constituted authority responsible directly to the Council of the Town of Newmarket and the community for prudent oversight of the Library’s operations. It is responsible for the articulation and safeguarding of the organizational mission and defining the outputs and outcomes it seeks. The Board is responsible for long-term planning, strategic

planning and direction. It defines the organizational culture, values, operating principles, and parameters within which it expects the CEO to manage the Library's operations.

The Board will:

- ~~Respect~~ respect distinctions between Board and staff roles and manage overlap between these respective roles in a spirit of collegiality and partnership;
- ~~Direct, control, and inspire the Library through careful deliberation and establishment of strategic direction and general policies;~~
- ~~Monitor and regularly discuss the Board's own processes, progress and performance;~~
- ~~Provide its Directors with the knowledge necessary to fulfill their responsibilities for the good governance of the Library;~~
- ~~Be accountable to the general public for competent, conscientious, and effective accomplishment of its obligations as a body;~~
- ~~Ensure that all business of the Library is conducted in a transparent, legal and ethical manner;~~
- ~~Directors will at all times~~ conduct ~~their~~ its business in accordance with the principles of due legal process;

~~To maintain the best interests of the Board, staff, patrons, and community, all Directors are expected to abide by the Code of Conduct based on this approach to governance;~~

~~The Board shall conduct a closed session review of any actions of any Directors considered to be in serious violation of the Code of Conduct;~~

Individual Directors are appointed by the Town of Newmarket Council and are responsible to the Board. However, they retain no authority to act or give direction individually other than in such manner as is approved in these policies or by resolution of the Board. The Board may delegate authority to an individual Director; however, the Board retains ultimate responsibility and accountability.

## 2. BOARD DIRECTORS

Each Director is expected to become an active participant in a body that functions effectively as a whole. In addition to assisting in the exercise of the major duties of the Board outlined above, Directors are responsible to exercise due diligence in the performance of their duties.

Responsibilities include:

- a) To be informed of the legislation under which the Library exists and Library's by-laws, mission, values, code of conduct, and policies
- b) To keep informed about the activities of the Library and its community,

- c) To attend Board meetings regularly, serve on committees of the Board and actively contribute to the work of the Board;
- d) To exercise the same degree of care, diligence and skill that a reasonably prudent person would show in comparable circumstances;
- e) To explicitly voice at the time a decision is being taken, any opposition to a decision being considered by the Board;
- f) To ask the Directors to review a decision if ~~he, or she~~ they have, ~~has~~ reasonable grounds to believe that the Board has acted without full information or in a manner inconsistent with its fiduciary obligations;
- g) To support Board decisions made in good faith in a legally constituted meeting, by Directors;
- h) To know and respect the distinction in the roles of Board and staff consistent with the principles underlying these governance policies;
- i) To exercise vigilance for and declare personal conflict of interest in accordance with the Library's By-laws and policies and the *Municipal Conflict of Interest Act*.

### **2.1 Oath of Office and Confidentiality**

Respect for confidentiality is the cornerstone of trust and confidence as well as a legislated obligation. Directors must at all times respect the confidentiality of any patron names and/or circumstances that might identify patrons. Similarly, all matters dealt with by the Board during closed session meetings and matters related to personnel and/or collective bargaining must be held in strictest confidence. Confidentiality means Directors may not relate such matters to anyone including immediate family of Directors, unless required by law or authorized by the Board to do so. The duty of confidentiality continues indefinitely after a Director has left the Board.

Directors shall agree to an Oath of Office and Confidentiality upon joining the Board.

I, insert name, a Director of the Newmarket Public Library, declare that, in carrying out my duties as a Director, I will:

1. Exercise the powers of my office and fulfill my responsibilities in good faith and in the best interest of the Library;
2. Exercise these responsibilities, at all times, with due diligence, care and skill in a reasonable and prudent manner.
3. Respect and support the Library's By-laws, policies, Code of Conduct, and decisions of the Board.
4. Keep confidential all information that I learn about patrons, personnel, collective bargaining and any other matters specifically determined by board motion to be matters of confidence including matters dealt with during closed session meetings of the Board.

5. Conduct myself in a spirit of collegiality and respect for the collective decisions of the board and subordinate my personal interests to the best interests of the Library.
6. Immediately declare any personal conflict of interest that may come to my attention.
7. Comply with the Municipal Conflict of Interest Act, the Municipal Freedom of Information and Protection of Information and Protection of Privacy Act.

Signature \_\_\_\_\_

Date: \_\_\_\_\_

## 2.2 Code of Conduct

Directors are expected to comply with the following Code of Conduct that encourages the development of a spirit of collective decision-making, shared objectives and shared ownership of and respect for Board decisions.

- a) **Serving the Community:** ~~Members~~Directors will serve and be seen to serve Library users and their community in a conscientious and diligent manner.
- b) **Respect:** ~~Members~~Directors will treat Library users, volunteers, staff and fellow Board ~~Members~~Directors with respect. In the performance of their duties, Directors will not abuse, bully or intimidate others and ~~Members~~Directors will fulfill their responsibilities in ensuring that the Library is free from discrimination and harassment.
- c) **Board Meetings:** ~~Members~~Directors will honour the Board Governance Policy and this Code of Conduct at Board Meetings. ~~Members~~Directors understand that these meetings are public and that their behaviour affects the image of the Newmarket Public Library. ~~Members~~Directors will be courteous and refrain from using offensive language, and will show respect for diverse and opposing viewpoints.
- d) **Public Servants:** ~~Members~~Directors will respect the role of Library staff as public servants who provide professional and politically neutral advice to the Board.
- e) **Privacy and Confidential Information:** ~~Members~~Directors will respect the privacy of others and will not disclose or release by any means to any Member of the public, any confidential information acquired by virtue of their role at the Library. ~~Members~~Directors will maintain this obligation even after ~~Members~~Directors leave the Board. ~~Members~~Directors will only disclose confidential information if required by law, or authorized to do so by the Board.
- f) **Support of the Board's actions:** While ~~Members~~Directors may have dissenting views on decisions taken by the Board and are permitted to discuss those views publicly, they shall nonetheless demonstrate acceptance, respect and support for all decisions legitimately taken in transaction of the Library's business.
- g) **Conflict of Interest:** ~~Members~~Directors will abide by the Conflict of Interest Policy as outlined in the Board Governance Policy section 2.3.
- h) **Improper Use of Influence:** ~~Members~~Directors will not use their positions at the Library to improperly influence others for private gain or to gain preferential treatment for their family, friends or organizations with which ~~Members~~Directors are associated.
- i) **Political Neutrality:** ~~Members~~Directors will not use Library facilities, equipment, supplies, services (including staff services) or any other resources for election campaign or campaign-related activities. ~~Members~~Directors will not use a position of authority at the Library to compel staff or volunteers to engage in partisan political activities.

- j) **Gifts:** No ~~Member~~Director shall accept a gift or personal benefit that is connected directly or indirectly with the performance of their duties unless authorized by one of the exceptions below:
- i. gifts received as an incident of protocol or social obligation that normally accompany the responsibilities of office;
  - ii. gifts that are not connected directly or indirectly with the performance or duties of office;
  - iii. compensation authorized by law;
  - iv. a reimbursement of reasonable expenses incurred and honorariums received in the performance of activities connected with a legitimate Library purpose;
  - v. political contributions that are otherwise offered, accepted and reported in accordance with applicable law;
  - vi. services provided without compensation by persons volunteering their time;
  - vii. a suitable memento of a function honouring the ~~Member~~Director or the Library;
  - viii. food, lodging, transportation and entertainment provided by provincial, regional and local governments or political sub-divisions of them, and by the federal government or the government of a foreign country;
  - ix. food, beverages and/or admission fees provided by banquets, receptions or similar events if attendance is the result of protocol or social obligation consistent with the responsibilities of office, and the person extending the invitation has done so infrequently and that person or a representative of the organization is in attendance; and
  - x. communications to offices of a ~~Member~~Director including subscriptions to newspapers and periodicals.

### **2.3 Conflict of Interest Policy**

Directors shall act at all times in the best interests of the Library rather than particular interests or constituencies. This means setting aside personal self-interest and performing their duties in transaction of the affairs of the Library in such a manner that promotes public confidence and trust in the integrity, objectivity and impartiality of the Board. Directors shall serve without remuneration. No Director shall directly or indirectly receive any profit from his or her position as such. The pecuniary interests of immediate family members of a Director are considered to also be the pecuniary interests of the Directors.

Directors may be paid reasonable expenses incurred by them in the performance of their duties. It is recognized that some Board Directors who are Councillors of the Town of Newmarket will have different roles at different times and any determination as to a conflict of interest will be governed by the *Municipal Conflict of Interest Act*.

#### **2.3.1 Principles for Dealing with Conflict of Interest**

- a) A Director must openly disclose a potential, real or perceived conflict of interest as soon as the issue arises and before the board or its committees deal with the matter at issue;
- b) If a Director is not certain ~~he or she is~~ they are in a conflict of interest position, the matter may be brought before the Chair, the Board or a committee of the Board for advice and guidance;



- c) If there is any question or doubt about the existence of a real or perceived conflict, the Board will seek legal advice as to how to proceed under the *Municipal Conflict of Interest Act*;
- d) It is the responsibility of other Directors who are aware of a real, potential or perceived conflict of interest on the part of a fellow Director to raise the issue for clarification, first with the Director and, if still unresolved, with the Board Chair, who will seek legal advice;
- e) The Director must abstain from participation in any discussion on the matter, shall not attempt to personally influence the outcome, shall refrain from voting on the matter and unless otherwise decided by the Board, may be required to leave the meeting room for the duration of any such discussion or vote;
- f) The disclosure and decision as to whether the matter needs to be referred for further investigation with respect to the *Municipal Conflict of Interest Act* shall be duly recorded in the minutes of the meeting.

### **2.3.2 Interest on the part of a Director**

Interest includes, but is not limited to:

- a) Any circumstance that may result in a personal or financial benefit to a Director or their family or business associate. This includes, but is not limited to, accepting any payment for services rendered to the Library, including contracted work or honoraria; accessing financial or other resources for personal use, i.e. transportation, training costs, supplies, equipment, etc.
- b) Personal interests which conflict with the interests of the patrons, or that are otherwise adverse to the interests of the Library;
- c) Seeking, accepting or receiving any personal benefit from a supplier, vendor, or any individual or organization doing or seeking business with the Library;
- d) Any involvement in the hiring, supervision, grievance, evaluation, promotion, remuneration or firing of a family member or business associate, of the Director;
- e) Individuals who serve as Directors on the same board with members of their family or others with whom they have a direct business or personal relationship will be subject to an immediate perception of apparent conflict of interest.

### **2.3.3 Disposition of Complaints and Disputes involving Directors**

- a) A committee of the Board shall review any complaints from staff, the public, or Directors that a Director has violated any provision of the Library's By-laws, Governance Policies, Code of Conduct, and Oath of Office and Confidentiality. The committee shall be comprised of one Director who is also a councillor and two Directors who are citizen representatives.

- b) This committee shall similarly review disputes between Directors that interfere with the ability of the Board to carry on its business;
- c) Complaints of a serious nature may be referred to an independent arbitrator;
- d) Allegations of illegal activity shall be immediately referred to the appropriate authorities for investigation. Any Director against whom such allegations are made shall take a leave of absence from the Board pending completion of the investigation;
- e) The review of complaints or disputes shall include an opportunity for the Directors concerned to present their positions.
- f) Every attempt should be made to resolve matters expeditiously and fairly;
- g) The recommendations regarding resolution of matters shall be brought to the Board for approval;
- h) The Board shall make a ruling as to whether a violation has occurred as well as on the Committee's recommended resolution. Recommendations may include disciplinary action such as formal or informal censure by the Board or a request for the Director to resign or to take a leave of absence. Should the Director reject such a request, the Board may refer the matter to Town of Newmarket Council as the body with the sole authority to appoint Directors.
- i) Notwithstanding this process, a Director who is also a Town councillor may separately be subject to investigation and/or discipline by Town of Newmarket Council for the same matter.

### **3 BOARD RESPONSIBILITIES**

Officers of the Board are in the service of the Board. Individual officers may not act in place of the Board except when acting together as a committee in accordance with the By-laws.

#### **3.1 Major Duties of the Board**

- a) Oversee development and approval of a strategic corporate plan and approve annual budgets;
- b) Define and/or safeguard the vision, mission, the values framework and operating principles within which it expects the Library to be administered, and to review these periodically;
- c) Govern the Library through broad policies and planning objectives approved by the Board, formulated with the CEO [and](#) staff, and reviewed periodically;
- d) Select and support a CEO to whom the responsibility for administration of the Library is delegated;

- e) Review and evaluate annually, the performance of the CEO on the basis of a specific job description and approved objectives;
- f) Present to Town Council for its approval budgets for the resources to finance the Library and its programs;
- g) Account to the public, key stakeholders and Council, for the services of the Library and expenditures of funds;
- h) Ensure prudent and proper management of the Library's resources;
- i) Establish the general values framework in which the Library's human resources will be managed and monitor key human resources performance indicators. ~~(Ensure that issues are brought before the Board);~~
- j) Approve and periodically review personnel policies within which human resources will be managed;
- k) Establish guidelines within which management may negotiate pay and benefits agreements with staff; determine re-imbursement of expenses to staff and Directors.
- l) Regularly review the Library's services to ensure that they are consistent with the purpose of the Library and that its programs are effective and relevant to community needs;
- m) Provide opportunities for citizen participation;
- n) Represent the Library and its programs through interpretation to the community; serve as an advocate for services of good quality;
- o) Hear complaints from patrons and staff about services or products through a formal complaint procedure.

Primary Board responsibilities generally fall within nine general areas: Planning; Financial Stewardship; Human Resources Stewardship; Performance Monitoring and Accountability; Risk Management; Community Representation and Advocacy; Management of Critical Transitional Phases; Fundraising and, Complaints Review.

### 3.2 Planning

One of the most important responsibilities of a Library Board is to provide general guidance and direction for an organization. A comprehensive framework for planning, setting priorities, management and budgeting is essential to effective and responsible organizational stewardship. Good planning results in better communication and a better understanding of how various parts of an organization work together to produce desired results.

### **3.2.1 Strategic Plan**

The Library Board, with the assistance of staff and in consultation with key stakeholders, establishes the Library's overall direction through the development and approval of a Strategic Plan. It is understood that objectives contained in the Strategic Plan may include items that may not be measurable. This plan provides a blueprint for the Library's direction and activities for the next three to five years based on a scan of internal and external factors that may bear on the resources and direction of the organization. It identifies the "key areas" in which the Board wants to focus the activities of the organization and general goals for each of these areas.

### **3.2.2 Annual Operating Plan**

The Library's management develops annual operating plans and budgets based on the general blueprint contained in the Strategic Plan. These become the focus of work throughout the organization over the next twelve-month period. They will contain estimates of service demand for the year as well as objectives for improvement in key areas of Library activity. It is recognized that some of the objectives may not be measurable items. The Library's annual operating plan will be the basis of its yearly budget containing revenues and expenditure forecasts related to planned volumes of service. This plan will contain more specific objectives than contained in the Strategic Plan; expected results for each objective; the time period during which those results will be sought; and, criteria for measuring the achievement of those results. The annual operating plan, together with service statistics and budget forecasts are presented to the Board for review, amendment and approval. Where a Board member recommends a course of action that impact the operating or capital budgets they shall also make recommendations for a compensating source of revenue (or reduction in other expenditures).

### **3.2.3 Planning Cycle**

The development and approval of the Strategic Plan takes place in a three to five-year cycle with progress monitored regularly against targets set in the annual Operating Plan and Budget. Performance against interim targets is monitored each quarter of the fiscal year. The third-quarter review begins a thorough analysis of performance and produces projections of the expected year-end results. Preliminary planning for the coming year's operating goals takes place at the end of the third quarter and is completed late in the fourth quarter with refinements based on actual prior year results concluding in the first quarter. Service targets and forecasts of financial resources and constraints enter into the final preparation of the coming year's budget.

### **3.2.4 Board Transition Planning**

~~The development of a Board Transition Plan from one board term to the next which addresses input to council suggestion for new board members participation~~

The Board Transition plan provides an opportunity for the board to consider the process of recruitment and orientation as well as to leave legacy and direction for the new Board through the creation of strategic plans and effective policies. A formal Board Transition Plan also provides an opportunity for the outgoing board to review its work over the past term; reflect on triumphs and strengths; and ponder fortunate opportunities and lost chances.

### **3.3 Financial Stewardship**

The Board is responsible to: review and approve the annual operating and capital budgets; to investigate and apply for all sources of funding, and to review and develop innovative ways to raise new revenue; ensure development of financial management and inventory control systems adequate to properly record financial transactions and control of assets; monitor efficient use of resources; and ensure the establishment of proper financial controls and policies.

### **3.4 Human Resources Stewardship**

The Board is responsible for ensuring the establishment of personnel policies to govern the management of staff and volunteer resources; recruiting, supporting and evaluating the performance of the CEO; providing guidelines for staff compensation; succession planning to ensure smooth transition in both Board and senior staff positions; and, monitoring compliance with legislative and regulatory requirements.

### **3.5 Performance Monitoring and Accountability**

The Board is responsible for ensuring that adequate systems are in place for monitoring organizational performance; monitoring the general performance of the organization against legislative and regulatory requirements and approved objectives of the organization; and reporting to key stakeholders. It is recognized that many of the most important areas of the Library's role are not measurable.

### **3.6 Risk Management**

The Board is responsible to ensure that By-laws are current; that governance practices are consistent with the By-laws; adequate insurance provisions are in place to protect the organization, staff and Board from potential liabilities; resources are sufficient to minimize risk to employees and volunteers; compliance with the statutory and regulatory requirements; that policies are respect in actual practice; and, adequate contingency plans are in place to protect against reasonably anticipated crises.

### **3.7 Community Representation and Advocacy**

The function of public relations is to assist the Library in achieving its goals and objectives through the development and execution of programs designed to earn public understanding and support. The Board is responsible to represent the organization positively to the community; to fairly represent community perspectives to the organization; to ensure community input to its planning; and, to advocate for adequate resources to fulfill the organizational mandate.

Authority to speak on behalf of the Library shall rest with the Chair and/or CEO. This authority may be delegated by either of them to others in the Library within their special fields of competence or knowledge.

In general, the Chair will represent the Library on matters of Board policy and the CEO will represent the Library on operational issues. Either may represent the Library on issues related to advocacy on behalf of the mandate of the Library. Any major statements of an advocacy nature must be consistent with the general parameters of Board approved policies or positions. This is not intended to inhibit expression of personal or professional opinions but care should be taken by individual Directors to distinguish these from positions of the Library. It is not

acceptable to express such an opinion if it could diminish bargaining capacity or advocacy initiatives that the board has undertaken.

### ***3.8 Management of Critical Transitional Phases***

The Board is responsible for management of critical transitional phases and events. These include turnover in key positions in the Board and senior management; rapid growth or decline in resources; labour relations disputes; and, issues of significant public controversy.

### ***3.9 Complaints Review***

Directors do not generally have direct contact with patrons. Where a patron makes direct contact with a Director for assistance in the resolution of specific service issues, the Director should refer the patron to the CEO. A Director may not interfere in the handling of a specific case by approaching individual staff members. Concerns about the management of a case should be conveyed to the CEO. The CEO may inform the concerned Director about the action taken in the case or authorize a manager to communicate the information directly to the Director.

The identity of patrons is otherwise confidential to the staff involved in the provision of services. Patron names or identifying personal information will be withheld when case information is presented to the Board or a committee for orientation or illustrative purposes. The Board responsibility for hearing patron complaints on appeal from a decision of the CEO is an exception to these general principles.

Supervisory staff shall initially respond to patron complaints about the nature or quality of services provided by the Library. The patron shall be provided with an opportunity to appeal their decision to the CEO. The patron shall be provided with an opportunity to appeal a decision of the CEO. The Board shall hear the patron and review the matter. They may not overturn staff decisions but may make recommendations to the CEO on the matter and may recommend policy amendments to the Board.

*The Municipal Freedom of Information and Protection of Privacy Act* will always be complied with.

## **4 ROLES OF OFFICERS AND COMMITTEES**

### ***4.1 Chair***

- a) The role of the Chair is to ensure the integrity of the Board's processes. The Chair is the only Director authorized to speak for the Library, unless this is specifically delegated to another Director.
- b) The Chair presides as the 'manager' of the Board's activities, ensuring that the Board follows its own rules and those legitimately imposed upon it by statute or regulation. Since most of the work of the Board will be done during regularly scheduled Board meetings, the Chair is responsible for ensuring that the work is conducted efficiently and effectively. The Chair has no authority to make decisions outside the By-laws or the parameters of policies created by resolution of the Board.

- c) The Chair will set the agendas for meeting of the Board with input from Directors and the Chief Executive Officer of the Library;
- d) The Chair will plan the conduct and timing of the Board meetings in conjunction with the CEO and will chair meetings of the Board and committees;
- e) The Chair will ensure that the Board is properly informed about the operations of the Library and has the information and opportunity necessary to come to decisions on matters within its purview;
- f) The Chair will be the Board's primary liaison with the CEO, who is responsible for the execution of the Board policy and directives, and for determining the means, organizational structure and management processes necessary to achieve the corporate objectives;
- g) The Chair will act as public and media spokesperson and media spokesperson for the Board and Library as required subject to the provisions of clause ~~5.63.7~~ 5.63.7 of ~~these policies~~ this policy;
- h) The Chair cannot be an elected representative of the Town of Newmarket.
- i) The Chair has the authority under the Public *Libraries Act* to expel any person for improper conduct at a meeting.

#### **4.2 Vice Chair**

In addition to assuming the duties of the Chair during his or her absence, the Vice Chair shall perform other duties prescribed from time to time by the Board.

#### **4.3 Treasurer**

The Treasurer shall:

- a) Monitor the financial activities of the Library;
- b) Ensure that complete and accurate records are kept of all the Library's financial matters in accordance with generally accepted accounting practices;
- c) Act as a signing authority for the Library as approved in the By-laws or by resolution of the Board; Provide the Board, monthly or as otherwise required, a report of all financial transactions and of the financial position of the Library;
- d) Recommend a competent auditor to be appointed annually; and, collaborate with the auditor and CEO in review and presentation of annual audited financial statements.

Pursuant to the Public Libraries, Act R.S.O. 1990, the duties of the Treasurer, may be undertaken by the CEO.

#### **4.4 Secretary**

The Secretary shall ensure that all secretarial functions are performed for the Board and committees, and that records are kept of all proceedings and transaction. The Secretary is the custodian of the corporate seal and of all official books, papers, records, documents and correspondence of the Library.

~~He/she~~The Secretary shall:

- a) Oversee the keeping of records of meetings, policies membership and any other records required by law;
- b) Ensure that minutes are taken at all regular and special meeting of the Board;
- c) Ensure that copies of minutes and agendas are circulated to Directors prior to each meeting;
- d) Maintain, or ensure the maintenance of, the files and records of the Library to be passed on to future officers and ensure the security and confidentiality of all such files and records.

Pursuant to the Public Libraries Act R.S.O. 1990, the duties of the Secretary may be undertaken by the CEO, or his or her delegate.

#### **4.5 Role of Board Committees**

Committees have an advisory function to the Board. They do not speak or act for the Board unless such authority is formally delegated, they are time-limited, and for specific purposes. They do not have any authority to direct staff although they may, through the board, ask the CEO to allocate resources in support of committee activities. Committees should be confined to the minimum number essential to ensure efficient and effective governance.

##### **4.5.1 Function**

A committee's function is to bring the experience, expertise and judgment of a group of interested and informed persons to bear on a specific area of the Library's responsibility. Its job is to assist the Board by considering matters referred to it in greater depth than would be possible by the whole Board. Committees isolate the key issues requiring Board consideration, propose alternative actions, present the implications and make recommendations to the Board for decision.

The Board will not review the matter in the same detail as the committee but must be satisfied that all pertinent information was considered or refer the issue back to the committee for further study. The Board will consider the recommendations of the committee and adopt or amend these recommendations or make such other disposition, as it deems advisable.

##### **4.5.2 Relationship to Staff**

The Board and staff shall work co-operatively to carry out the objectives of the Library. The Board relies upon the ability, training, expertise and experience of staff to plan for and provide services within the Library's mandate. Committee and Board meetings are the generally recognized avenues for Board and staff to think and plan together.



The attendance of the CEO, or designate, at all committee meetings as a resource and staff support is essential to the effective work of the committees. Committees may advise the Board or the CEO but do not exercise authority over staff and will ordinarily have no direct dealing with staff operations. Committee members must know and respect the distinction between Board and staff responsibilities.

Open communication between Board and staff is encouraged. However, the following should be directed through the CEO: matters including, but not limited to assignments or directives; requests for organizational resources or staff time; staff performance, concerns or policy infractions; concerns regarding programs or administration.

#### **4.5.3 Executive Committee**

The Executive Committee is composed of the Chair, Vice-Chair, one other Director elected by the Board ~~(appointed at the first Board meeting of the year.)~~, and the CEO in a non-voting capacity.

The Board Chair chairs the Executive Committee.

#### **4.5.4. Duties of the Executive Committee**

This committee possesses specific powers under the by-law to make decisions between Board meetings if necessitated by unusual circumstances. Such decisions are subject to ratification by the Board at its next meeting. The Executive Committee also has responsibility for the annual performance evaluation of the CEO and for making recommendations to the Board with respect to his or her performance, continuing tenure and compensation.

### **5. BOARD PROCEDURES**

#### **5.1 Recruitment and Screening of New Directors**

Directors are appointed by the Council of the Town of Newmarket. Former Directors are encouraged to make recommendations to Council on the matter of recruitment and screening, and to advise on the areas of expertise (e.g. human resources, planning, fundraising, IT, marketing) that would be most beneficial to the Board.

#### **5.2 Orientation of New Directors**

New Directors shall receive a basic orientation to their position within 2 months of becoming a Director of the Board. If possible, Each new Director ~~shall~~ should be assigned a more experienced Director (or former Director) as a mentor or guide to help integrate the new Directors and answer any questions ~~he or she~~ they may have about Board procedures. Orientation sessions should be conducted separately from regularly scheduled board meetings. The CEO will prepare packages for new Directors that include such items that are essential for the new Director. For example:

- Strategic plan
- Library policies
- Collective bargaining agreement
- Previous year's audited financial statement
- Director Oath of Office and Confidentiality Agreement, Code of Conduct and Conflict of Interest policies
- Newmarket Public Library Board Governance Document

- Sample of minutes from a previous meeting

Other items may be inserted or substituted at the recommendation of the Chair or the CEO.

## 6. BOARD MANAGEMENT

### 6.1 Meetings

Meetings of the Library Board will, unless otherwise determined by the Board, be held once ~~aper~~ month ~~at the Library with exception of July and August~~. Except when dealing with confidential matters in “closed session”, all meetings of the Board will be open to the public.

Any Director may participate in a Board or Committee meeting by means of a remote communications technology that permits all persons participating in the meeting to communicate with each other simultaneously and instantaneously and, in the case of an open meeting, in a manner which can be clearly observed and/or discerned by the public. Any Board member participating in a meeting by such means is deemed to be present at the meeting.

At the discretion of the Executive Committee, the Board may opt under emergency or exceptional circumstances to hold its meetings entirely by means of such a remote communications technology. In such a circumstance, the public must also be provided with a means of participating in such meetings.

Robert’s Rules of Order will be followed unless the Board has explicitly substituted an alternative procedure. Discussions at meetings of the Board will be confined to those issues that clearly fall within the Board’s authority according to its policies. Board deliberation at meetings will be timely, fair, orderly, thorough and efficient.

The Chair has the authority under the *Libraries Act* to expel any person for improper conduct at a meeting.

### 6.2 Closed Session Meetings

The following items may be considered closed session upon an approved motion of the Board:

- Personal matters about an identifiable individual (i.e. patron or employee);
- Acquisition or sale of land;
- Labour relations or employee negotiation;
- Litigation or potential litigation;
- Receiving advice that is subject to solicitor-client privilege;
- Matters falling under the Municipal Freedom of Information and Protection of Privacy Act;

### **6.3 Terms**

Although it is recognized that Town of Newmarket Council has sole discretion in appointing Directors, it is recommended that no Director sit on the Board longer than three consecutive terms. It is also recommended there be some overlap of Directors from term to term ~~that~~ for the purpose of continuity of governance.

### **6.4 Director Attendance**

Carrying out the work of the Library Board effectively requires a commitment to attend all Board meetings as required. Directors may also be required to sit on Board Committees from time to time. Directors who are absent ~~without a reason acceptable to the Board~~ from three consecutive meetings in a calendar year without authorization by a Board resolution are automatically considered to have resigned their position. ~~In the event such a Director wishes to be reinstated, a letter of request must be sent to the Council; Any subsequent reinstatement of that Director shall be at the sole discretion of Town of Newmarket Council.~~

### **6.5 Board Work Plan/Objectives**

The Board will develop a plan and objectives for its own work in support of the Library's Goals as articulated in the approved Strategic Plan and the annual operating plan.

### **6.6 Board Self-Evaluation**

The Board shall periodically review its own progress on work plan objectives and its effectiveness. It shall conduct a formal assessment of its own performance annually and shall take any steps for improvement in its governance practices suggested by such review.

### **6.7 Conflict Resolution**

Directors are commonly recruited to bring diverse views on issues to board debates and decision-making. Constructive disagreements between Directors are encouraged in a well-functioning board. They can generally be managed by following proper rules of procedure and encouragement of good listening skills. However, in the heat of board debate, disagreements sometimes degenerate into serious conflict on issues or between personalities. The board chair is responsible for managing such conflicts. A neutral Director or third party should be selected if the board chair is a party to the conflict. It is important to identify early on whether the conflict is based on the immediate issue at hand or has deeper roots based on differences in personal values and history, personalities, personal or political agendas, gender or culture.

Conflicts that have progressed throughout the year should be reviewed on an annual basis as part of the Board Self-assessment procedures. Structural or procedural adjustments to prevent future conflicts should be recommended at this time, so that continuous learning and improvement is built-in to the governance approach.

### **6.8 Director Expenses**

Directors are entitled to be reimbursed for authorized expenses occurred during activities required to carry out their duties on behalf of the Library.

- a) ~~The Board, in accordance with accepted community standards, shall annually decide the rate at which mileage expenses are reimbursed.~~ Authorized expenses may include training, transportation and meal costs.
- b) ~~The rate at which all other expenses are reimbursed (such as childcare during meetings, Board training, honoraria, all other transportation costs or limits for meals) shall be decided annually by Board motion.~~ Expenses shall be reimbursed according to the Personal Expense Reimbursement Policy applicable to Library employees, unless the Board makes exceptions by resolution.
- c) All Director expenses must be documented on ~~a Director Expense form~~ forms as required and be authorized by the Treasurer; the Chair shall authorize the Treasurer's Expense forms.
- d) ~~The Treasurer is responsible to recommend, to the Board, appropriate rates of reimbursement for Director expenses.~~

### **6.9 Disqualification of Directors**

A Director shall be disqualified if the Director as indicated in Section 13 of the Public Libraries Act:

- a) is convicted of an indictable offence;
- b) becomes incapacitated;
- c) is absent from the meetings of the Board for three consecutive months in the calendar year without being authorized by a Board resolution;
- d) ceases to be qualified for Directorship by reason that the Director ceases to be a resident of the Town of Newmarket;
- e) otherwise forfeits ~~his or her~~ their seat;

The Director's seat becomes vacant and the remaining Directors shall forthwith declare the seat vacant and notify the appointing Council accordingly.

## **7 BOARD DECISION-MAKING**

### **7.1 Decision-Making Process**

Decisions of the Board are made as a group at Board meetings at which a quorum of the Board (a majority) is present. A quorum is required for the transaction of any business of the Library. Decisions will ideally be made through a consensus development process leading to a formal vote to record the decision. This process is intended to encourage full discussion and development of a decision that all or at least the largest possible majority of, Directors can support, prior to a vote. A Director can request a recorded vote in accordance with Robert's Rules of Order. A favourable vote of a majority of the Directors present is required for

approval. [The Chair is eligible to vote, but only in order to break a tie vote, as per Robert's Rules of Order.](#)

Directors have the right to discuss questions before the board and make their decisions in an uninhibited atmosphere. These Governance Policies, the Code of Conduct (referenced in section 2.2) and the procedural guidelines will govern Board deliberations. Directors will welcome and respect the diverse views of their colleagues, maintain confidentiality as required and support Board decisions.

## **8 EXECUTIVE AUTHORITY**

### **8.1 CEO**

The Chief Executive Officer (CEO) of the Library is responsible to the Library Board for: the administration and enforcement of the Public Libraries Act; the execution of the Board's policy and administrative directives; and for planning, organizing, co-coordinating and managing the operation of the Library's program and services, compatible with the pertinent legislation and within the general parameters of the approved annual operating plan and budget. The CEO, more specifically is responsible to:

- a) Support the Board in development of long-term strategic and annual operating plans and budgets;
- b) Support the Board in development of the competencies of Directors to fulfill their responsibilities;
- c) Provide timely advice to the Board regarding any developments that might affect the Library's capacity to pursue its objectives;
- d) Manage the Library's financial and human resources in pursuit of its objectives;
- e) Implement Board policies and directives within the parameters of legislative and regulatory acts, and By-laws and Board policies and directives;
- f) Manage and mitigate risks to the Library, its patrons and Board;
- g) Develop information systems and provide reports that allow the Board to assess the financial status of the Library, the general [well-being](#) of its workforce and progress in meeting its objectives;
- h) Manage all employee and contractor relationships, consistent with the provisions of applicable legislation, regulations, funder requirements, standards, contracts and agreements;
- i) Manage the Library's revenues and expenditures within the parameters of the approved budget.

- j) Represent the Library positively to the community in general and key stakeholders more specifically; and;
- k) Develop and maintain effective, professional relationships with the Board, staff, contractors, funders, other key stakeholders, the media and the public at large.

### **8.2 Appointment of CEO**

The Board by bylaw appoints the CEO for the management and administration of the Library. The CEO is responsible, within parameters established by the Board, for determining the methods by which the Board's directions and policies will be executed and the desired outcomes achieved.

The CEO is employed by the Library Board and is, therefore, responsible to the Board as a whole rather than to individual Directors. ~~She or he is~~They are required to implement policies as determined by the Board and consistent with the requirements of any legislation or regulations. In the exercise of these responsibilities, the CEO is:

Authorized to expend funds within the limits of the annual budget and operating plan approved by the Board;

Responsible for bringing to the attention of the Board, the need for special and exceptional expenditures not included in the budget;

Required to report to the Board if it is not possible to operate within the limits of the budget approved by it;

Expected to serve as an advisor to the Board on policy and program issues, which affect the service provided by the Library;

Required to provide the Board with the information it requires to govern effectively, make informed decisions and monitor the overall performance of the Library in achievement of approved goals.

Responsible for employing staff members within the classifications and salary ranges approved by the Board. Staff are responsible to the CEO or to a person designated by ~~him or her~~them, not the Board as a whole or any individual officer or Director. In the supervision, direction and deployment of personnel, the CEO is governed by the documented personnel practices and procedures approved by the Board.

Specific responsibilities are described in the policies related to responsibilities of the Board, the roles of Chair, of other Officers and individual Directors, and in the job description of the CEO

### **8.3 Delegation to the CEO**

The Library Board is responsible for providing direction to the CEO within the context of Board policies.

### **8.4 Appointment and Dismissal of the CEO**

#### **8.4.1 Appointment**

Recruitment, selection and appointment of a CEO are, along with performance monitoring, is the responsibility of the Board. Appointment of a CEO requires the approval of a majority of the incumbent Directors. Unless otherwise negotiated by the Board, the CEO's employment conditions are regulated by the library's Non-Union Personnel Policy.

#### **8.4.2 Dismissal**

- a) In the event that the CEO's performance is deficient or there is a loss of confidence in the incumbent, the Board is responsible for the termination of the employment.
- b) The Board will inform the CEO that performance is deficient or that there has been a loss of confidence.
- c) The CEO shall have the right to attend a hearing prior to step 8.4.2.d (with legal counsel present if desired).
- d) Dismissal of the CEO shall require a vote in favour equivalent to a majority of the number of ~~Library Board members~~ Directors. Such a vote shall be taken at a meeting duly called to consider this action.

All of the above and any other employment agreements stated or implied are subject to the regulation of the Ontario Employment Standards Act, the Pay Equity Act, the Human Rights Code and all other statutory employment regulations of standards.



## Newmarket Public Library – Action Tracking List

Item No.	Target Date	Item description	Assigned action	Status / Date of Completion
9-11a	Ongoing	Policy reviews	<ul style="list-style-type: none"> <li>Board to consider policies according to policy review schedule</li> <li>Revise Governance Policy to comply with new Code of Conduct and integrity investigations rules</li> <li>Revise section on Gifts</li> <li>Approve full revised Governance Policy</li> </ul>	<ul style="list-style-type: none"> <li>Ongoing</li> <li>April 2019 Code of conduct and investigations sections revised except for section on Gifts</li> <li>May 15, 2019 Board approved revisions to Gifts section</li> <li>Full revised version yet to be approved</li> </ul>
2-13	Ongoing	C.E.O. Annual Performance Review (anniversary date May 1)	<ul style="list-style-type: none"> <li>Library Board Chair and Vice Chair to prepare and report to Board</li> </ul>	Next review due May 2021
1-15	TBD	Annual Report to the Community	<ul style="list-style-type: none"> <li>Produce reports at the end of each anniversary year of a current Strategic Plan</li> </ul>	Last report completed October 2017; date for next report to be set once a new Strategic Plan is in place
2-15	TBD	Library facility and service delivery options	<ul style="list-style-type: none"> <li>Motion 16.09.144 “And that the Library Board apportion up to \$50,000 of the Alternative Service Delivery capital project to a facility needs study, if</li> </ul>	<ul style="list-style-type: none"> <li>Deferred by Town of Newmarket Council to fall of 2017 after completion of the Joint Efficiency Review.</li> </ul>



Item No.	Target Date	Item description	Assigned action	Status / Date of Completion
2.15 cont.			<p>and when Council indicates its willingness to support it”</p> <ul style="list-style-type: none"> <li>• Motion 18.02.265 “And that the Library Board request the Library facility needs study be considered by the Town of Newmarket Council in the first or second quarter of 2019” Board to reconsider study</li> </ul>	<ul style="list-style-type: none"> <li>• Council declined to include a study in its Strategic Priorities for 2019-2023</li> <li>• CEO to work with ToN staff on a joint effort to doing a facility study (Motion 19-05-32)</li> </ul>
<del>1-19</del>	<del>June 2019</del>	<del>2020 budget</del>	<ul style="list-style-type: none"> <li>• <del>Draft budget request to be presented to board for approval</del></li> </ul>	<p>Completed</p> <ul style="list-style-type: none"> <li>• To Board for approval September 18, 2019</li> <li>• Approved for submission September 18, 2019</li> </ul>
<del>2-19</del>	<del>TBD</del>	<del>Collective Agreements (2019-)</del>	<ul style="list-style-type: none"> <li>• <del>Updates and discussions as negotiations progress</del></li> <li>• <del>Board to ratify agreement when negotiated</del></li> </ul>	<p>Completed</p> <ul style="list-style-type: none"> <li>• <del>Board briefed March 2019</del></li> <li>• <del>Negotiations began April 2018</del></li> <li>• <del>Library Board and Union ratified as of August 19, 2019</del></li> </ul>
8-15	TBD	Strategic planning	<ul style="list-style-type: none"> <li>• Include a long-term strategy related to fines at future strategic planning (motion 19-10-66)</li> <li>• Consider diverse Board member recruitment in future strategic planning (motion 19-11-71)</li> <li>• Report to Board March 18, 2020 with planning options (motion 20-02-98)</li> </ul>	<ul style="list-style-type: none"> <li>• Current plan ended 2016. Previous board moved to update actions only but this not completed.</li> <li>• Planning options report delayed due to COVID; report now due Nov 2020 with target of Jan 2020 to secure quotes; may include</li> </ul>

Item No.	Target Date	Item description	Assigned action	Status / Date of Completion
<b>8-15 cont.</b>				consideration of alternative service delivery options
<b>3-19</b>	May 2019	Library Board orientation	<ul style="list-style-type: none"> <li>• Leadership by Design presentations to be held at first 3 board meetings</li> <li>• N6 Library Board orientation session May 11</li> </ul>	<ul style="list-style-type: none"> <li>• Part 1 and 2 completed – April 17, 2019</li> <li>• 3 Board members attended N6 Orientation session May 11</li> <li>• Deemed complete for 2018-2022 Board term</li> </ul>
<b>4-19</b>	May 2019	Library Operational Efficiencies Review	<ul style="list-style-type: none"> <li>• Board to consider recommendations</li> <li>• Board to give input into marketing and IT SLAs in light of Library-IT Shared Services Review</li> <li>• Board to consider report on benefits and risks of marketing and IT recommendations May 2019</li> <li>• CEO to report on regular basis on the progress and outcome measures related to these pilots (motion 19-09-59)</li> <li>• CEO to report to Board on SLA with Corporate Communications, and any implications on existing Public Relations Policy</li> </ul>	<ul style="list-style-type: none"> <li>• Board approved implementation of recommendations February 2018 but reserved approval of marketing and IT sections pending draft Service Level Agreements</li> <li>• Oct. 2019 Board authorized one-year pilot Information Technology Joint Steering Committee; to review by Oct. 2020</li> <li>• Feb. 2020 Board authorized one-year pilot Service level Agreement with Town of Newmarket Recreation and Culture/Marketing and Sponsorship; to review by Feb. 2021</li> </ul>
<b>5-19</b>	<del>TBD</del>	<del>Library Advocacy</del>	<ul style="list-style-type: none"> <li>• CEO to bring Library Advocacy items to Board for endorsement outside of election campaigns as coordinated by library associations.</li> </ul>	

<b>Item No.</b>	<b>Target Date</b>	<b>Item description</b>	<b>Assigned action</b>	<b>Status / Date of Completion</b>
<b>6-19</b>	October 2020	Inclusion and Diversity	<ul style="list-style-type: none"> <li>CEO to report back to Board if Board input and review are needed</li> </ul>	<ul style="list-style-type: none"> <li>Policy considerations on inclusion and anti-discrimination being reviewed with Town to bring back to Board</li> </ul>
<b>7-19</b>	October 2020	Security Guard Pilot	<ul style="list-style-type: none"> <li>Review pilot after completion</li> </ul>	<ul style="list-style-type: none"> <li>Pilot concluded Oct 2020</li> <li>Further consideration if and when the need arises as COVID-era restrictions are relaxed</li> </ul>
<b>1-20</b>	Ongoing	Re-opening and recovery progress	<ul style="list-style-type: none"> <li>Review library re-opening and recovery progress including ongoing and future revisions to fines structure</li> </ul>	<ul style="list-style-type: none"> <li>Update reports presented June 2020, Sept. 2020</li> </ul>