

## 102 Authority of the Board

(1) Authority comes from the *Libraries Act & Regulations* which states:

The municipal board, subject to any enactment that limits its authority, has full management and control of the municipal library and shall, in accordance with the regulations, organize, promote and maintain comprehensive and efficient library services in the municipality and may co-operate with other boards and libraries in the provision of those services.

(2) Because all powers of the Board lie in its action as a corporate body, members of the Board, collectively exercise authority through direction over all aspects of the library operation. Individual Board members exercise their authority over library affairs through their vote to take action at a legal meeting of the Board.

(3) In other circumstances, an individual Board member, including the Chairperson, shall have power only when the Board, by vote, has delegated authority to him or her.

(4) Management Rights

(a) The Board shall appoint a Director of the Library who shall:

(i) Have direction over the operations of the Library and its staff.

(ii) Direct the work force and create new classifications and work units, and to determine the number of employees, needed from time to time in any work unit or classification, and to determine whether or not a position will continue or become redundant.

(iii) Hire, promote, transfer, layoff, recall, demote, discipline, suspend, or discharge employees.

(iv) Attend all Board meetings (or ensure a designate is in attendance).

(v) Have the powers and duties that the Board assigns.

(b) The Board maintains the right if deemed necessary to operate and manage the business of the library in all respects.

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## 103 Responsibilities of Board Members

- (1) By consenting to serve as a trustee, you are participating in the responsibilities of the Board and agree to do the following:
- (a) Believe in and support the mission of the Library.
  - (b) Be aware of your legal responsibilities as a trustee.
  - (c) Contribute knowledge or expertise in a major management area: financial, personnel, program, policy or advocacy.
  - (d) Be aware of issues affecting the Library.
  - (e) Handle board business effectively and fairly.
  - (f) Maintain an active library membership.
  - (g) Participate in development of framework, governance and operational policies.
  - (h) Help to develop goals and objectives congruent with the library's mission.
  - (i) Regularly evaluate and review policies, goals and objectives and amend as required.
  - (j) Work to secure sufficient funds from government and other sources to carry out the goals and objectives.
  - (k) Oversee the financial management of the library.
  - (l) Develop awareness of the difference between board and staff roles.
  - (m) Participate in lobbying all levels of government for positive action for libraries.
  - (n) Increase your own and other trustees knowledge of library matters through discussion, ongoing orientation and attendance at workshops and conferences.
  - (o) Sit on at least one board sub-committee.
  - (p) Network to create opportunities for partnerships.
  - (q) Comply with the Alberta Libraries Act and Regulation.
  - (r) Embrace the Alberta Library Trustees Association *Code of Ethics* and Canadian Library Association *Statement of Intellectual Freedom*.
- (2) It is vital to remember that, as a Board Member, you will always be perceived as representing the library in your community. Even though you may personally disagree with a board decision and are free to debate it during board meetings, you must endorse it in public.

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## 104 Duties of the Board

- (1) Board members shall attend all meetings and actively participate in meetings and sub-committees.
  - (a) Prepare for meetings by ensuring assigned tasks from previous meetings are completed.
  - (b) Review minutes of previous meetings.
  - (c) Make Chair aware of relevant issues for next meeting.
  - (d) Board members assigned as the secretary shall be responsible for drafting meeting minutes and forwarding those minutes to the Director.
  
- (2) Duties of the Executives
  - (a) The Chairperson shall preside at all meetings of the Board, authorize calls for any special meetings, serve as an ex-officio member of all sub-committees, and perform all duties associated with that office. In the event that a decision must be made without specific authority of the Board, inform the
  - (b) Board of the decision and the reason(s) necessitating it at the next regular Board meeting.
  - (c) The Vice-Chairperson shall assume and perform the duties and function of the Chairperson in the event of the absence or disability of the Chairperson.
  - (d) The Treasurer shall review the financial records of the library and perform other duties as may belong to the office or be delegated to it.
  - (e) All of the preceding Executive positions shall hold signing authority on Library bank accounts with one Executive required for signatures.

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## **105 Liability**

- (1) Alberta Interpretations Act, Chapter 1-7, Section 16; Board members are exempted from personal liability when conducting board business, provided that their acts are not illegal.

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## 106 Appointment to the Board and Vacancies

### (1) As per the Alberta Libraries Act:

#### (a) Appointment

- (i) A municipal board shall consist of not fewer than 5 and not more than 10 members appointed by council.
- (ii) A person who is an employee of the municipal board is not eligible to be a member of that board.
- (iii) Not more than 2 members of council may be members of the municipal board.
- (iv) A member of the municipal board is eligible to be reappointed for only 2 additional consecutive terms of office, unless at least 2/3 of the whole council passes a resolution stating that the member may be reappointed as a member for more than 3 consecutive terms.
- (v) Subject to subsection (6), appointments to the municipal board shall be for a term up to 3 years.
- (vi) When appointments are made in respect of a first municipal board, council shall, as nearly as may be possible, appoint 1/3 of the members for a term of one year, 1/3 of the members for a term of 2 years and the remaining members for a term of 3 years.
- (vii) Notwithstanding this section, the term of office of a member continues until a member is appointed in that member's place. 1983 cL-12.1 s10;1998 c19 s5.

#### (b) Dates of appointment

- (i) The appointments of the members of the municipal board shall be made on the date fixed by council.
- (ii) Any vacancy arising from any cause must be filled by council as soon as reasonably possible for council to do so. 1983 cL-12.1 s11.

#### (c) Elections for Executives

- (i) There shall be a Chairperson, Vice-Chairperson, Treasurer and Secretary.
- (ii) Elections shall be held annually.

#### (d) Additional Requirements

- (i) All appointments to the Board shall be subject to the final process.
- (ii) Application submission to the City of Chestermere Council.
- (iii) Interview, orientation of the applicant by the Board Chair and one other member of the Board.
- (iv) Criminal record check to the Library Director.

### (2) The Board Chair shall appoint Sub-Committee Chairs each year who will

- (a) Ensure that the Committee's responsibilities are met and its goals achieved
- (b) Coordinate member efforts
- (c) Schedule meetings
- (d) Report back to the Board-at-large as necessary
- (e) Complete any other tasks deemed necessary to the smooth functioning of the Committee

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## **107 Absence and Removal from Office**

- (1) As per the Alberta Libraries Act:
  - (a) A person is disqualified from remaining a member of a board if the person fails to attend, without being authorized by a resolution of the board to do so, three consecutive regular meetings of the board.
  - (b) If a member of a Board is disqualified from remaining a member under subsection (1) the person is deemed to have resigned the person's seat on the board.
- (2) As a municipal board, the Board recognizes that the Municipal Council's power to appoint members to the Board (Alberta Libraries Act) carries with it the power to remove members from office (outlined in the Interpretation Act).
- (3) A request for absence must be received by the Chair through prior written notice in order for a resolution to be made. Members may attend meetings through teleconference, videoconference, or other pre-approved methods.
- (4) In addition, 3 unexcused absences in a single calendar year may result in removal of office, at the discretion of the Board.

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## **108 Meetings of the Library Board**

- (1) The Board shall meet periodically to review and conduct the business of the Library Board
  - (a) The Board shall hold no less than nine regular monthly meetings within a one year period.
  - (b) The Chair or a majority of the Board can call special meetings as necessary.
  - (c) Fifty percent of the members of the Library Board, in attendance at the meeting, constitutes a quorum.

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## 109 New Board Member Orientation

- (1) Each new Board member will be contacted by the Chair to be welcomed, and should arrange for a meeting in the Library with the Director.
- (2) The new member will be given an overview of Board policies and practices which will include the following:
  - (a) Library funding
  - (b) Board operations and practices, including meeting schedules, Committee structure and Trustee roles and responsibilities
  - (c) Relationships with the City of Chestermere, Marigold and Library organizations such as The Alberta Library Trustees Association, The Library Association of Alberta, The Alberta Library, and other applicable organizations
  - (d) Library legislation
- (3) The new member will be given an overview of the Library facility and the services offered. This may also include a review of projects underway and concerns the Library Board is currently addressing.
- (4) Prior to their first Board meeting Board Members will be provided with electronic or paper copies of the following:
  - (a) Information outlining the history of the Chestermere Public Library;
  - (b) Organizational Chart;
  - (c) Alberta Public Library Survey – Current Annual report;
  - (d) Current year’s budget;
  - (e) Last available Audited Financial Statements;
  - (f) Current Plan of Service/strategic plan for the Chestermere Public Library;
  - (g) Copy of “Board Basics” Handbook and Presentation;
  - (h) Current Alberta Libraries Act and Regulations;
  - (i) Policies in the areas of the Board, library resources, facilities, staff, customers and the community; and their related appendices;
  - (j) Handbook “101 Things for Library Board Members to Know”;
  - (k) Other relevant information such as Library E – Resource Handouts and relevant Marigold information may be included at the discretion of the Library Director and The Library Board Chair;
  - (l) Current Board Members contact info; and
  - (m) Draft minutes from the previous month’s meeting.
- (5) Board members will be provided with access to the following items upon request:
  - (a) ALTA constitution, bylaws and newsletters;
  - (b) Annual library reports;
  - (c) Board meeting minutes for at least the preceding three months;
  - (d) Municipal statistics; and
  - (e) Town of Chestermere Bylaw 93-179/2, to provide for the establishment of a Municipal Library.

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## 110 Code of Ethics

### (1) Accountability

- (a) The Chestermere Library Board shall be responsible for making policy decisions and ensuring the appropriate staff and structures are in place to carry out the policy and day-to-day tasks of the organization.
- (b) The duty of the Board member is to the Chestermere Public Library rather than to any individual community, group or special interest.
- (c) Board members are accountable to exercise the powers and discharge the duties of their office honestly, in good faith, and in the best interests of the Chestermere Public Library.
- (d) Board members respectfully hold themselves and each other accountable to their duties, policies, the Libraries Act, and all other industry standards.
- (e) This accountability supersedes the personal interest of any Board member acting as an individual or consumer of the Chestermere Public Library services. Board members shall exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.
- (f) Board members should respect and work harmoniously with each other, with library staff and respect library customers and all those associated with the library.
- (g) Board members shall not publicly impugn the motives, abilities or personalities of fellow board members or library staff.
- (h) Board decisions are to be respected and publicly supported.

### (2) Conflict of Interest

- (a) If a conflict of personal, financial or other interest should arise, the member shall declare their conflict of interest prior to any discussion and shall be absent from any portion of the meeting in which the matter is discussed and voted on.
- (b) The minutes must record all declarations of personal, financial and other interest.
- (c) A Board member shall ensure that unethical activities not covered or specifically prohibited by the foregoing or any other legislation are neither encouraged nor condoned.

### (3) Confidentiality - Applicable under the *Freedom of Information and Privacy Act* notwithstanding that:

- (a) Board members will not communicate, either directly or indirectly, information designated confidential to anyone not entitled to receive the same.
- (b) Board members shall maintain confidentiality of information gained from or about the Board, including any information which may in any way jeopardize the confidentiality of library members or personnel of the Board.
- (c) Board members will not use information which has been designated as confidential by the Board for personal profit or use by themselves or any other person.
- (d) Board members will respect confidential information in perpetuity.
- (e) All Board materials are considered the property of the Chestermere Public Library and shall be returned at the expiration of the Board member's term.

### (4) Individual Authority

- (a) Board members may not attempt to exercise individual authority of the Board except set forth in Board policies.
- (b) Board members interaction with the Director or with staff must recognize that any individual Board member does not have authority other than that explicitly stated in Board policy.

### (5) Acceptance of Gifts

- (a) In their capacity as Board members, Board members shall not accept a gift, favour or service from any individual, organization or corporation, other than the normal exchange of hospitality between persons

doing business together; tokens exchanged as part of protocol; or the normal presentation of gifts to persons participating in public function.

(6) Training and Development

- (a) Board members shall acquaint themselves with the incorporating documents of the Board, bylaws, regulations, policies and organizational structure of the Board, as well as the rules of procedures and proper conduct of a meeting so that any decision of the Board may be made in an efficient, knowledgeable and expeditious fashion.
- (b) Board members may be given the opportunity to take part in educational activities which assist them in carrying out their responsibilities; within the guidelines of policy.

(7) Special Privilege

- (a) Board members will not use their position of trust to secure special privileges, favours or exceptions for themselves or any other persons.

(8) Violation of the Code of Ethics

- (a) The Chairperson is responsible for handling all reports of Board member violations of the Code of Ethics.
- (b) The process for handling reports of violations is as follows:
  - (i) The Chairperson will discuss the issue with the member concerned;
  - (ii) If unresolved, the Chairperson shall refer the issue to the Board as a whole.

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### **111 Attendance at Conferences and Workshops**

- (1) The Board encourages its members to attend conferences, workshops and other education opportunities such as the following:
  - (a) Board development workshops sponsored by Alberta Community Development
  - (b) Alberta Library Trustee Workshops
  - (c) Tours of Marigold Headquarters and other Library facilities
  - (d) Attendance of Marigold Board Meetings
- (2) Within budget guidelines and with prior Board approval, expenses incurred by individual Board members for travel, subsistence, and registration fees will be reimbursed according to Policy 112, Honorarium and Expenses, upon submission of bills to the Board.
- (3) Reports on conference activities shall be given at the following regular Board meeting.

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## 112 Honorarium and Expenses

- (1) Board members will not receive honoraria.
- (2) Expenses incurred while on Board business will be eligible for reimbursement at the discretion of the Board in the following categories
  - (a) Meal Allowances:
    - Breakfast – Maximum of \$10/day
    - Lunch – Maximum of \$15/day
    - Dinner – Maximum of \$25/dayReceipts are required for reimbursement.  
There will be no reimbursement for alcohol
  - (b) Mileage:
    - Mileage will be reimbursed at the current government rate.
  - (c) Incidental:
    - The maximum allowance for incidental is \$10/day only while out of town.
  - (d) Accommodation:
    - Will be reimbursed for the actual amount of expenditure upon submission of a receipt, provided lodging expense was reasonable.
- (3) All expenses must be pre-approved by the Board Chair or designate.
- (4) Memberships in the Chestermere Public Library shall be given free of charge to volunteer Board members and at the discretion of the Board, to specific volunteers.

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