

# Madawaska Valley Library Policy Manual

Policy Type: Bylaws

Policy Number: BL-02

Policy Title: **Composition of the Board  
and Terms of Reference for Officers**

Initial Approval Date: May 30, 2012  
Last Review / Revision Date: 2021  
Review Date: 2025

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Where required, the Township of Madawaska Valley Public Library Board (the Board) adheres to the *Public Libraries Act*, R.S.O. 1990, c. P44 as it relates to its composition. The purpose of this bylaw is:

1. to guide the municipal council's appointment process for board members,
2. to guide the the Board appointment of its officers, and
3. to outline the responsibilities of each of these officers.

## Section 1: Composition of the Library Board

1. The *Public Libraries Act*, s. 9(1) prescribes a board of no fewer than five (5) members, and gives the municipal council the power to make appointments.
2. The Board endorses a board that consists of at least five (5) members, and no more than seven (7) members.
3. In accordance with the *Public Libraries Act*, s. 10(4), municipal council will appoint all board members as new at the first regular meeting of council in each term.
4. In accordance with the *Public Libraries Act*, s. 10(2a), municipal council shall not appoint more of its own members to the board than the number that is one less than a majority of the board.
5. In accordance with the *Public Libraries Act*, s. 10(3), a board member shall hold office for a term concurrent with the term of the appointing municipal council, or until a successor is appointed.
6. A board member may be re-appointed for one or more terms.
7. A member seeking re-appointment must follow the same process of application for consideration as new candidates to the board.
8. In accordance with the *Public Libraries Act*, s. 13, if any member of the board is disqualified from holding office, the members shall forthwith declare the seat vacant and notify council accordingly.
9. In accordance with the *Public Libraries Act*, s. 12, when a vacancy arises in the membership of the board, the municipal council shall promptly appoint a person to fill the vacancy and to hold office for the unexpired term, unless the unexpired term is less than forty-five (45) days. The new appointment's term will be concurrent with the term of the board.
10. As per agreement with the Township of Brudenell, Lyndoch and Raglan, its municipal council may appoint a member to the board for the term of the Board.

## Section 2: Officers of the Library Board

1. In accordance with the *Public Libraries Act*, s. 14, at the first meeting of the new term, members of the Board shall elect a chair from among the members.
2. At the first meeting of the new term, members of the Board shall elect a vice chair from among the members.

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3. In accordance with the *Public Libraries Act*, s. 15(5), the Board shall appoint a Chief Executive Officer (CEO), who shall also be secretary and treasurer of the Board.
4. If any of the officers retire, step down or are dismissed during his/her term, the Board must immediately elect or appoint a new officer.

### Section 3: Terms of Reference of the Chair

1. In accordance with the *Public Libraries Act*, R.S.O. 1990, c. P44 s. 14(3), the Board shall elect one of its members as chair at its first meeting in a new term.
2. The term of office for the chair of the Board shall be the term of the Board, unless otherwise required.
3. The chair leads the Board, acts as an official representative of the Township of the Madawaska Public Library (the Library), ensures the proper functioning of the Board and the proper conduct of Board business, in accordance with appropriate legislation and prescribed rules of procedure adopted by the Board.
4. The chair will:
  - a) Preside at regular and special meetings of the Board
  - b) Set the agenda in consultation with the CEO
  - c) Ensure that business is dealt with expeditiously and help the Board work as a team
  - d) In accordance with the *Public Libraries Act*, s. 16(6), vote on all questions
  - e) Act as an authorized signing officer of all documents pertaining to Board business
  - f) Co-ordinate the CEO evaluation process
  - g) Share with the CEO the responsibility for conducting Board orientation
  - h) Co-ordinate the Board's evaluation process
  - i) Represent the Board, alone or with other Board members, at any public or private meetings for the purpose of conducting, promoting or completing the business of the Board
  - j) Not commit the Board to any course of action in the absence of the specific authority of the Board.

### Section 4: Terms of Reference of the Vice-Chair

1. The election of the vice-chair shall take place at the first meeting in a new term.
2. The deputy chairman will be appointed acting chair in the absence of the chair.

### Section 5: Terms of Reference of the Secretary

1. The CEO of the Township of Madawaska Valley Public Library serves as secretary of the Board, as permitted by the *Public Libraries Act*, s. 15(5).
2. The secretary acts as the record keeper to the Board. In the absence of the secretary, the Board may appoint one of its members as the acting secretary.

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3. In accordance with the *Public Libraries Act*, s. 15(3), the secretary will:
  - a) Conduct the Board's official correspondence
  - b) Keep minutes of every meeting of the Board.
4. In addition, the secretary will:
  - a) Prepare the agenda prior to each Board meeting, in cooperation with the chair
  - b) Distribute the agenda, with all required reports and enclosures, to all Board members prior to the relevant Board meeting
  - c) Distribute the minutes to all Board members not less than three (3) days prior to the next Board meeting.

## Section 6: Terms of Reference of the Treasurer

1. The CEO of the Library serves as the treasurer to the Board, as allowed by the *Public Libraries Act*, s. 15(5).
2. The treasurer shall monitor the financial activities of the Library and shall ensure that complete and accurate records are kept in accordance with generally accepted accounting practices.
3. In accordance with the *Public Libraries Act*, s. 14(4), the treasurer will:
  - a) Receive and account for all the Board's finances
  - b) Open an account or accounts in the name of the Board in a chartered bank, trust company or credit union approved by the Board
  - c) Deposit all money received on the Board's behalf to the credit of that account or accounts
  - d) Disburse the money as the Board directs.
4. The treasurer will act as an authorized signing officer of all documents pertaining to the financial business of the Board.
5. The treasurer will provide the Board with a report of all financial transactions and of the financial position of the Library, monthly or as required.

## Section 7: Terms of Reference of the Chief Executive Officer (CEO)

1. In accordance with the *Public Libraries Act*, s. 15(2), the Board appoints the CEO who shall attend all Board meetings.
2. The Board delegates the authority for management and operations of all Library services to the CEO.
3. As an officer of the Board, the CEO:
  - a) Acts as the secretary/treasurer to the Board
  - b) Does not vote on Board business
  - c) Sits ex-officio on all Board committees and acts as a resource person
  - d) Assists and supports the Board at the presentation of the Library budget before council

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- e) Reports directly to the Board on affairs of the Library and makes recommendations he/she considers necessary
- f) Interprets and communicates the Board's decisions to staff and volunteers.

## **Related Documents:**

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

Policy Number **BL-05**      **Meetings of the Board**