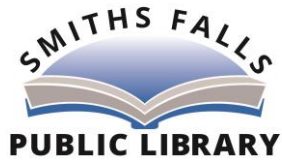


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## Smiths Falls Public Library



Policy Type: **By-Laws**

Policy Number: BL-01

Policy Title: **By-Laws**

Policy Approval Date:

Last Review Date: April  
25, 2023

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**Preamble: The Smiths Falls Public Library is appointed by the Town Council of Smiths Falls and operates according to the regulations of the current Public Libraries Act of Ontario.**

### **By-Law #1: Board Membership**

1. The Board shall consist of a chairperson, a vice-chairperson, and seven additional members from whom shall be selected the chairpersons of the standing committees and of ad hoc and special committees, if any.
2. Duties of the recording secretary may be performed by the library chief executive officer or his/her designate. Except when large input from library staff is necessary, board officers and members shall be responsible for generating their own correspondence on board business.
3. The library chief executive officer shall be responsible for compiling and maintaining a complete record of all board minutes, correspondence and other document transactions.

### **By-Law #2: Board Membership Conflict of Interest**

1. To avoid the possibility of conflict of interest, no person may simultaneously be a member of the library staff and a member of the library board. Should a person find himself or herself in such a position, he/she must resign either from the library staff or from the board. Similarly, members of the immediate family of a member of library staff may not be a member of the library board, nor may members of the immediate family of a member of the library board be a member of library staff.

### **By-Law #3: Board Meetings**

1. Regular meetings of the board shall be held on the fourth Tuesday of each month from

January through June, and from September through November. No regular meetings shall be held during July and August. Meetings may be rescheduled or cancelled should quorum be expected to be unmet. At minimum, seven regular meetings will be held per year.

2. Quorum for regular meetings shall be five members, if a full board is appointment. Otherwise, quorum will be more than half of current members. If there is no quorum, meetings may be continued but motions shall be deferred to the next meeting.
3. Board members absent from more than three consecutive regular meetings may have their seats deemed vacant.
4. Special meetings may be called by the chairperson or acting chairperson, or by two board members, after reasonable notice in writing specifying the purpose of the meeting.

#### **By-Law #4: Election of Officers**

1. The library chief executive officer of her/her designate shall preside for the election of officers during the first meeting of a new board term.
2. Election of officers shall take place at the first meeting of a new board term, which shall be held in conjunction with the board's regularly scheduled meeting which will be dependent on the date of the board's appointment.
3. The positions of chairperson and vice-chairperson shall be filled at this election.
4. If more than one person is nominated for any of the officer positions, a vote shall be held.

#### **By-Law #5: Terms of Reference for the Chairperson of the Board**

**Statement of the Chairperson's Function:** The Chairperson shall ensure the proper functioning of the board, and the proper conduct of board business, in accordance with appropriate legislation and prescribed rules of procedure.

#### **Chairperson's Responsibilities:**

1. Presiding at regular and special meetings of the board in the manner and to the extent prescribed by the board.
2. Conducting board meetings in accordance with the Public Libraries Act of Ontario and other relevant legislation, and with the rules of procedure adopted by the board.
3. In the absence of specific authority, not committing the board to any course of action.
4. Acting as one of the authorized signing officers of all documents pertaining to board business.
5. Representing the board, alone or with other members of the board, at any public or private meetings for the purpose of conducting, promoting or completing the business of the board.
6. Determining the responsibility of committees to deal with matters which arise when it is unclear which committee has responsibility, subject to later confirmation by the board.
7. Ensuring that vacancies of the board committee chairpersons are filled as expeditiously as possible.
8. Advising the vice-chairperson that the chairperson, for any reason, is temporarily unable to perform these functions.

## **By-Law #6: Terms of Reference for the Vice-Chairperson of the Board**

**Statement of the Vice-Chairperson's Function:** The primary role of the vice-chairperson is to ensure the proper functioning of the board and the proper conduct of board business if, for any reason, the chairperson is not available.

### **Vice-Chairperson's Responsibilities:**

1. In the absence of the chairperson, the vice-chairperson shall be vested with all the powers and shall perform all the duties of the chairperson.
2. The vice-chairperson shall possess and may exercise such other authority and perform such other duties as may, from time to time, be assigned by the board.

## **By-Law #7: Library Chief Executive Officer's Responsibilities**

1. Act as library administrator, executing board directives.
2. Acts as Secretary/Treasurer to the board.
3. Assist the Finance Committee in drafting the library's annual budget.
4. Draft official reports for board approval.
5. Recommend planning in initiatives and policy.
6. Act as advisor to the board.
7. Act as recording secretary at board meetings:
  - a) Record the minutes.
  - b) Prepare for circulation before each meeting the minutes of the previous meeting.
8. Perform the normal duties of a Chief Librarian as outlined in the job description.

## **By-Law #8: Committees/Duties of Committees**

1. The board, at the first meeting of the term, shall appoint the following standing committees:
  - a) Finance
  - b) Policy and Governance
  - c) Property
  - d) Any other that the board deems necessary
2. At the first meeting of each committee each year, a chairperson shall be elected from the committee members appointed.
3. The board chairperson and the chief executive officer shall be ex-officio members of all standing committees.
4. Each standing committee shall include at least three members of the board.
5. Other members of the community may be appointed to board committees at the discretion of the board in non-voting roles.
6. Ad-hoc committees may be appointed from time to time to deal with specific non-regular items of business.

## **By-Law #9: Amending Formula**

1. Amendments to the by-laws require a 2/3 majority vote.