

## **Board Governance**

The Board's general powers, duties, and responsibilities are defined in the Alberta Libraries Act, ch. L-11 RSA 2000, and The Libraries Regulation, AR 141/98. This policy sets out how the Board governs through policy, delegates authority, and monitors organizational performance to ensure ethical, prudent, and effective library service for the community.

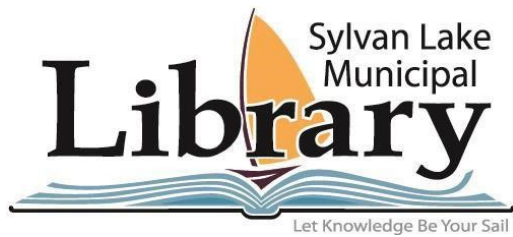
### **I. GOVERNANCE PROCESS**

#### **A. Governance Principles**

- The Board's priority is to determine the Library's Vision, Mission, and Plan of Service, liaise with community members, and monitor organizational performance.
- The Board is a governing body that speaks with one voice. All authority rests with the Board; individual trustees have no authority except as conferred by the Board for specific purposes.
- The Board leads through policy within a framework comprising four categories: Vision, Mission, and Plan of Service; Governance Process; Board–Director Relationship; and Director's Parameters.
- The Board's ongoing agenda focuses on governance issues rather than management issues.
- The Board has one employee—the Director—who is accountable to the Board as a whole.
- When the Board approves policy, the Director is empowered to determine the means to achieve the expected results within limits of ethics and prudence. The Director's authority begins immediately and automatically.
- The Board monitors the Director solely on the basis of organizational performance and written policies.
- Standing and Ad Hoc Committees assist the Board in doing its job; they do not advise or assist staff in performing operational tasks.

#### **B. Governance Style**

- Emphasize outward vision, diversity of viewpoints, strategic leadership, clear distinction of Board and staff roles, collective decision-making, future focus, and proactivity.
- Enforce discipline among Board members regarding attendance, adherence to governance principles, respect for roles, and support for Board decisions.



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- Direct, control, and inspire the organization through broad, written policies that reflect the Library's values and perspectives.
- Consider suggestions for policy development from trustees, committees, the Director or staff, and relevant government/funding jurisdictions.
- Comply with federal, provincial, and municipal laws and Board policies.
- Approve changes to policies or new policies by resolution at a single Board meeting.
- Maintain the policy manual, retaining copies of old, eliminated, or changed policies per the Records Retention Policy.
- File approved or amended policies with appropriate government departments as required by legislation.
- Focus chiefly on intended long-term benefits, not on the operational means of attaining those results.
- Monitor and regularly discuss the Board's own process and performance; ensure governance continuity via Board education and development.

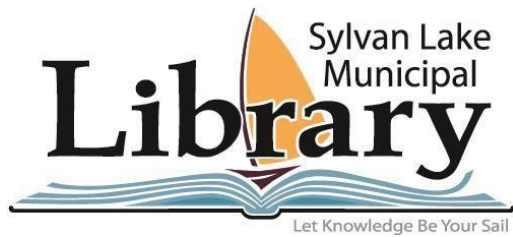
## II. MOTIONS AT BOARD MEETINGS

### A. Definitions

- **Motion:** A proposal for the Board's consideration.
- **Notice of Motion:** Advance notice that a member plans to bring a motion at a future meeting.
- **Tabled Motion:** A motion whose discussion is delayed to a later time or indefinitely.
- **Motion to Rescind:** A motion to cancel a previously approved motion.
- **Point of Privilege:** A request addressing issues affecting members' rights, comfort, conduct, or reputation.

### B. Speaking and Voting on Motions

- A Board member may move a motion whether or not the member intends to support it.
- The Chair shall not call the question until the Board is satisfied the motion wording is clear.
- The Chair may close debate after Board or committee members have had an opportunity to speak.
- A motion that has been moved is not required to be seconded.



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- A motion is carried when a simple majority of members present vote in favour; a tie vote defeats a motion.
- In the minutes, motions are recorded as carried or defeated. Upon request made prior to the vote, votes may be recorded; ordinarily only the number of votes against is documented. Following the vote, members who voted against may request their names be documented.
- Each member present shall vote on every motion unless required to abstain due to a declared conflict of interest.
- When a motion is under consideration, no other motion may be made except to amend the motion or to amend the amendment.
- After a motion has been moved and stated by the Chair, it becomes the property of the Board and may be withdrawn only by the mover with unanimous consent of members present. Withdrawn motions are not recorded in the minutes.
- Motions to Receive for Information acknowledge an item, report, or recommendation and place it in the record; no further action is taken.
- For all points of order not explicitly stated in this policy, the Board defers to Robert's Rules of Order.

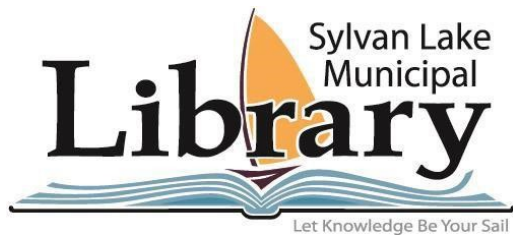
### **C. Reconsidering Motions**

- A motion voted on by the Board may not be reconsidered unless six months have passed since it was considered, or a motion to reconsider is passed.
- A motion to reconsider may be introduced at the same meeting by a member who voted with the prevailing result, provided the original motion has not been acted upon.

## **III. ROLES OF THE BOARD**

The Board shall meet and deliberate at specific and regular times in accordance with the Alberta Libraries Act. The Board creates a vision of library service, articulates values and principles, sets goals, develops effective governance policy, monitors performance, and meets provincial standards.

- Liaise with a wide range of community members to determine priorities, desired outcomes, and acceptable costs; advocate for public libraries in Alberta; and create partnerships to achieve the Library's Vision, Mission, and Plan of Service.



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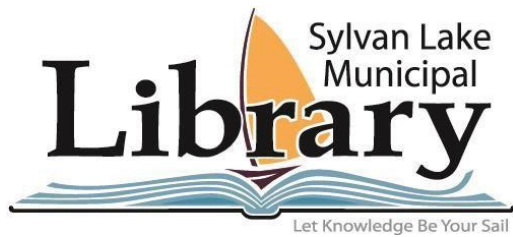
- Articulate Vision, Mission, and principles forming the foundation for policy and defining priorities.
- Write governing policies at the broadest levels defining: Vision, Mission, and Plan of Service; Governance Process; Board–Director Relationship; and Director’s Parameters.
- Develop and comply with bylaws.
- Develop and approve the Plan of Service or strategic plan, annual budget, annual report, and audited financial statements.
- Recognize the value and contributions of long-serving staff, volunteers, and trustees.
- Monitor achievement or compliance with policy using reports by the Director, reports from outside agencies, and direct inspection by the Board.
- Use monitoring results to improve performance by reviewing, revising, or formulating policies.
- Elect a Chairperson at the organizational meeting each year and meet at least every four months as required by the Libraries Act. Quorum is 50% + 1.
- Create procedures providing for orientation and ongoing development of trustees to fulfill fiduciary duties.

### **A. Fiduciary Oversight**

- Review financial statements regularly and receive variance reports from the Director.
- Approve audited financial statements and ensure timely filing of required reports to government bodies.
- Ensure the existence of budgeting and financial reporting systems; monitor their adequacy and integrity.
- Receive annual reports on insurance, risk management, and major contracts; confirm that management has taken prudent steps to mitigate risk.
- Confirm that sufficient resources are generated to implement Board-approved policies and the Plan of Service.
- Set thresholds for contracts and expenditures requiring Board approval, while delegating operational purchasing to the Director within approved limits.

## **IV. DUTIES OF OFFICERS**

### **A. Board Chair**



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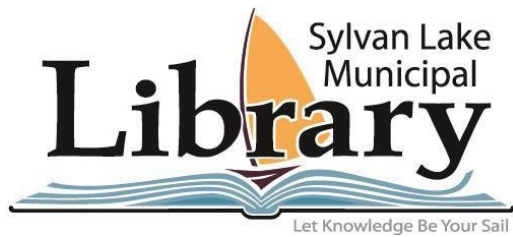
- Chair Board meetings, ensuring quorum (50% + 1), focused discussion, and timely, orderly deliberations.
- Orient the incoming Board Chair and new Board members.
- Serve as spokesperson or media liaison.
- Provide leadership to the Board; uphold bylaws and policies.
- Encourage member participation in meetings and activities; keep activities focused on mission.
- Evaluate the effectiveness of Board decision-making; ensure committee chairpersons are appointed.
- Conduct periodic Board evaluations and recognize member contributions.
- Sign documents, including minutes, as required; sign Board correspondence to provincial, federal, or municipal officials.
- Develop meeting agendas in consultation with the Director and/or Chair.
- Provide direction/supervision to the Director on behalf of the Board and address complaints or grievances regarding the Director.
- Serve as voting ex-officio member of all Board committees.
- Consult with the Director in preparation of the Annual Report.
- Possess a thorough understanding of the Libraries Act and Regulations.
- Conduct exit interviews with Library staff as required.
- When time constraints prevent a meeting, may call an electronic vote (e.g., email) to be ratified at the next meeting.

### **B. Vice Chair**

- Act as Chair in the absence of the Board Chair.
- Orient the incoming Vice Chair and new Board members if the Chair is unavailable.
- Take minutes in the Secretary's absence.
- Serve as alternate spokesperson or media liaison.
- Learn the Chair's duties and remain informed on key issues.
- Undertake duties assigned by the Chair.
- Typically acts as ex-officio of the Finance Committee.

### **C. Treasurer**

- Chair meetings in the absence of the Chair and Vice Chair until a new Chair is elected.
- Orient the incoming Treasurer.



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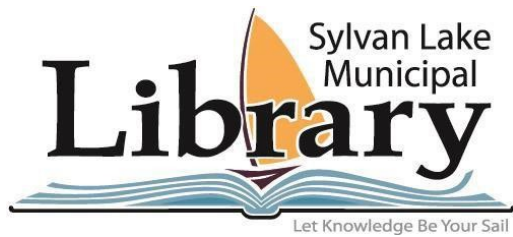
- Review financial statements monthly and report to the Board on the Library's financial state.
- Chair the Budget Committee.
- Meet with the accountant as necessary to review financial procedures.
- Review monthly expenditures and revenue for significant variance with the Director.
- Request and review the Director's timesheets for accuracy at least quarterly.

### **D. Secretary**

- Chair meetings in the absence of the Chair, Vice Chair, and Treasurer.
- Orient the incoming Secretary.
- Record minutes of regular Board meetings and special meetings as requested by the Chair.
- Provide minutes to the Board and Director in appropriate formats no later than one week following the meeting.
- Review Board correspondence and bring pertinent information forward to the Board.

## **V. APPOINTMENT AND DISMISSAL OF BOARD MEMBERS**

- Appointments are made by the Town of Sylvan Lake. Vacancies will be posted on the Town website and in the local newspaper.
- Applications received by the Town are provided to the Board Chair and Director for review, then to the Board for feedback. Applications will be considered only if the applicant upholds the Library's Mission and Vision.
- Following Board review, the Chair and Director shall notify the Town of their recommendations and to proceed with its internal process.
- The Board may appoint up to two non-voting representatives from the councils of the Summer Villages and/or the County of Red Deer for one-year terms. These representatives do not contribute to the overall count of Board members.
- Each member is expected to attend meetings and notify the Chair if they will be absent. Failure to attend three consecutive meetings without notification, or four regular meetings within a year (November to October), will be deemed a resignation and result in prompt dismissal from the Board.
- Dismissal may occur if a member repeatedly fails to meet duties or requirements of the position or engages in violence or harassment (as defined



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by Alberta's Occupational Health and Safety Act) against any Library employee, Board member, or Library patron.

- The Board may hold an additional Board meeting with complainants, the respondent, and remaining Board members to discuss the issue and present evidence; burden of proof lies with the complainant(s). If evidence is not in bad faith, not arbitrary or discriminatory, and is not unfounded, issue a written warning.
- If behaviour is not corrected and is repeated within the respondent's remaining term, hold an emergency subsequent Board meeting to vote on dismissal. If a quorum majority is reached, send a recommendation for dismissal to the Town of Sylvan Lake Council.

## **VI. POLICY REVIEW**

The Library is committed to reviewing and updating policies on a two-year schedule to ensure currency, alignment with vision and services, and responsiveness to changing patron needs.

### **A. Process for Review**

- The Director will work with the Board to review and draft policies.
- Draft policies will be submitted to the Board for discussion; the Director will make any required changes.
- Following discussion and revisions, the draft policy will be submitted to the Board for decision at the next meeting.

Date approved: May 9, 2018  
Board Chair: Dwayne Stoesz

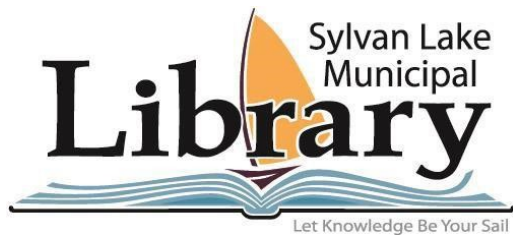
Revised: March 9, 2022  
Board Chair: Deborah Parry

Revised: May 10, 2023  
Board Chair: Briana Darbyshire

Revised: November 8, 2023  
Board Vice Chair: Alexandra Lambert

Revised: January 14, 2026  
Board Chair: Carol Moore





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### Appendix A

#### Recommended Review/Board Schedule

Year 1: Month of Discussion	
January	<ul style="list-style-type: none"> <li>Personnel</li> <li>Collection Development</li> </ul>
February	<ul style="list-style-type: none"> <li>Programming</li> </ul>
March	<ul style="list-style-type: none"> <li>Communication</li> </ul>
April	<ul style="list-style-type: none"> <li>Program and test room</li> </ul>
May	<ul style="list-style-type: none"> <li>FOIP</li> </ul>
June	<ul style="list-style-type: none"> <li>Health and Safety</li> </ul>
July/August	No Meeting
September	<b>Budget</b> <ul style="list-style-type: none"> <li>No Policy Review</li> </ul>
October	<ul style="list-style-type: none"> <li>Finance Policy</li> </ul>
November	<ul style="list-style-type: none"> <li>Personnel Committee</li> </ul>
December	No Meeting

Year 2: Month of Discussion	
January	<ul style="list-style-type: none"> <li>Personnel</li> <li>Circulation</li> </ul>
February	<ul style="list-style-type: none"> <li>Behaviour in the Library</li> </ul>
March	<ul style="list-style-type: none"> <li>Resource Sharing</li> </ul>
April	<ul style="list-style-type: none"> <li>General Bylaws</li> <li>Safety and Use Bylaw</li> </ul>
May	<ul style="list-style-type: none"> <li>Records Retention</li> </ul>
June	<ul style="list-style-type: none"> <li>Staff Development Tuition Reimbursement</li> <li>Board Governance</li> </ul>
July/August	No Meeting
September	<b>Budget</b> <ul style="list-style-type: none"> <li>No Policy Review</li> </ul>
October	<ul style="list-style-type: none"> <li>Orientation and Education of Board and Employees</li> </ul>
November	<ul style="list-style-type: none"> <li>Gifts and Donations</li> <li>Hours and Days of Operations</li> </ul>
December	No Meeting