



BOARD BY LAWS

Article I - NAME:

This body shall be known as the Pictou-Antigonish Regional Library Board and shall operate under the terms of the Nova Scotia Libraries Act.

Article II - OBJECT:

The responsibility of this Board shall be to promote, provide and regulate good public library service to the Pictou-Antigonish area.

Article III - MEMBERS:

Section 1: Each municipality and town participating in the Pictou-Antigonish Regional Library shall have one representative on the Board.

Section 2: The Province of Nova Scotia shall be represented by two members on the Board.

Section 3: Additional representatives shall be appointed with the agreement of all member parties.

Article IV - OFFICERS:

Section 1: The Officers of the Board shall be the Chairperson, the 1st Vice-Chairman, the 2nd Vice-Chairman, and shall be elected by a majority vote. The immediate past Chairman shall also sit as an Officer of the Board if a member of the Library Board.

Section 2: The Regional Librarian shall be the Secretary-Treasurer.

Section 3: The Chairman shall preside at all Board meetings. In the absence of the Chairman, the Vice-Chairman shall preside, and in his/her absence, the 2nd Vice-Chairman shall preside. In the absence of the Chairman, 1st Vice-Chairman and 2nd Vice-Chairman the meeting shall be presided over by one of the Board members chosen by those in attendance at the meeting for this purpose.

Section 4: The signing officers of the Board shall be:

- For cheques under \$3,000 the Secretary-Treasurer and any one of the Community Services Librarian or Technical Services Librarian. In the absence of the Secretary-Treasurer, the Chairman is to sign.
- For cheques over \$3,000 the Chairman and the Secretary-Treasurer. In their absence, their deputies are to sign.

Section 5: The Chairman, 1st Vice-Chairman and 2nd Vice-Chairman shall be elected by majority vote at the Annual Meeting and continue in office for one year or until their successors are elected and installed.

Section 6: No Board member shall hold the same office for more than three consecutive years.

Section 7: The Secretary-Treasurer shall keep the records of the Board and Committee meetings, shall advise on all Board and Co meetings, and convey appropriate materials to members of the Board.

Section 8: A manager appointed by the Secretary-Treasurer shall take and prepare the minutes of the Board meetings.

ARTICLE V: MEETINGS:

Section 1: The Board shall hold a minimum of one meeting per quarter.

Section 2: Where feasible, the Board meetings shall be held on the second Thursday of the month, at 6:30 P.M.

Section 3: Should municipal elections cause Board membership to fall below quorum while new appointments are completed the Board shall continue to have meetings on the next regularly scheduled date. No motions shall be passed at this meeting.

Section 4: All members shall receive written notice of the Board meetings at least five business days prior to the meeting.

Section 5: The format for the regular meetings should include:

- a) Call meeting to order
- b) Agenda approval
- c) Confirmation of previous minutes and business arising from minutes
- d) Correspondence and communications
- e) Committee reports
- f) New business
- g) Other business
- h) Library Boards Association of Nova Scotia Report
- i) Regional Librarian's report
- j) Date of next meeting
- k) Motion of adjournment

Section 6: At the last quarterly meeting of the year, the Chairman shall appoint a Nominating Committee of 3 members.

Section 7: The Chairman's appointments to the Nominating Committee shall be ratified by the Board at the last quarterly meeting.

Section 8: Should a municipal election cause a change in the Chairperson and Vice Chair, an Acting Chair shall be appointed at the next regular meeting where this a quorum. A nominating committee shall then be appointed and the appointments ratified at the following meeting.

Section 8: The Annual Meeting shall be the second Thursday in June.

Section 9: The Annual Meeting shall include:

- a) Annual Report from the Regional Librarian
- b) Approval of annual Audited Financial Statement
- c) Election of Officers of the Board

Section 10: Five members of the Board shall constitute a quorum.

Section 11: Special meetings may be called by the Chairman, or in his/her absence, the 1st Vice-Chairman, or at the written request of five members of the Board.

Section 12: Regular meetings of the Board shall be open meetings, except when the Board declares the meeting, or part of the meeting, closed.

Section 13: Members of the public may address the Board as a delegation. The requirements shall be:

- Written request must be submitted to the Chief Librarian at least two weeks prior to the Board Meeting. The request shall include details in full of the issues to be addressed and name those who will be attending and who they are representing.
- The Board reserves the right to request additional information regarding a particular issue or association.
- Delegations will be provided 15 minutes to make a presentation.
- Delegations may not address the Board on the same issue a second time.
- Delegations may not speak to any other item on the agenda.
- Decisions will be communicated to the delegation by the Board Chair in writing. The Board is not obligated to respond or make a decision at the time of the presentation.

ARTICLE VI: EXECUTIVE COMMITTEE:

- a) There shall be an EXECUTIVE COMMITTEE of the Board consisting of the Chairman, Past-Chairman, 1st Vice Chairman, 2nd Vice Chairman and Secretary-Treasurer.
- b) Three members of the Executive Committee shall constitute a quorum.
- c) The duties of the Executive Committee shall be:
- d) To authorize action in any emergency situation arising between Board meetings.
- e) To review the general objectives and Board policies on a regular basis, and to make recommendations to the Board.
- f) To make recommendations to the Board regarding publicity and promotion of services of the Regional Library.
- g) To make recommendations to the Board regarding any public liability complaints.

ARTICLE VII: STANDING COMMITTEES:

The following Standing Committees shall be appointed by the Chairman, in consultation with the Officers of the Board, within 21 days of the Annual Meeting.

The Board Chairman and Secretary shall be ex-officio members of all Standing Committees.

The Committee Chairman of each Committee shall report at Board meetings of the appropriate committee meetings held and matters discussed.

Section 1: FINANCE COMMITTEE

There shall be a FINANCE COMMITTEE of the Board consisting of FIVE members.

THREE members of the Finance Committee shall constitute a quorum.

The duties of the FINANCE COMMITTEE shall be:

- a) To review the annual draft budget estimates prepared by the Regional Librarian, and to make recommendations to the Board for approval.
- b) To review any other financial matters that may arise and make recommendations to the Board for approval.

Section 2: PERSONNEL/POLICY

There shall be a PERSONNEL/POLICY of the Board consisting of FOUR members.

THREE members of the PERSONNEL/POLICY shall constitute a quorum.

The duties of the PERSONNEL/POLICY shall be:

- a) To review the salary scales and job descriptions and make recommendations to the Board on a regular basis.
- b) To review the Staff Manual on a regular basis, and make recommendations to the Board for approval.
- c) To ensure staffing procedures are carried out according to the Staff Manual.
- d) To hear staff grievances according to the procedure outlined in the Staff Manual, and to make the necessary recommendations to the Board.

ARTICLE VIII: SPECIAL COMMITTEES

The Board may appoint such other committees as from time to time it deems necessary. The Chairman and Secretary are ex-officio members of all Committees so appointed.

ARTICLE IX: BOARD MEMBERS EXPENSES

Section 1: Provincially appointed Board members are eligible to receive the current provincial mileage rate to attend all meetings of the Board and its Committees, and any other meetings, with the prior authorization of the Board. Municipally appointed Board members shall first request coverage for mileage from their respective municipal units before making a request to the Board.

Section 2: Provincially appointed Board members shall have travel, accommodation, registration, and meal expenses, excluding alcohol, for attendance at conferences, seminars, and workshops paid for within the Board's budget limitations. Municipally appointed Board members shall first request coverage for expenses from their respective municipal units before making a request to the Board.

ARTICLE X: VOTING:

Section 1: Motions shall be carried by a majority vote of members present.

Section 2: In case of a tie vote at Board meetings, the Board Chairman shall cast a deciding vote. In case of a tie vote at Committee meetings, the Committee Chairman shall cast a deciding vote.

Section 3: An absent Board member may not vote by proxy.

Section 4: Voting by electronic means for an individual topic may be used with prior agreement by a majority of Board members at a Board meeting where there is a quorum present. This does not apply to Amendments to Board Bylaws.

ARTICLE XI: CONFLICT OF INTEREST

A Board Member is considered to be in a conflict of interest when there is the potential to favour personal interests, or those of other people, over the interests of the Board. The Board refers members to *Conflict of Interest Guidelines for Members of Councils and Local Boards* as contained in the *Local Government Resource Handbook* prepared by Service Nova Scotia and Municipal Relations

A Board Member in a conflict of interest must do one of the following:

- Verbally declare the conflict of interest to the other Board members at a meeting where it is noted in the minutes, OR
- Disclose the conflict of interest in writing in the Board's Central Record of Disclosure. This will then be noted at the Board meeting to be included in the minutes.

ARTICLE XII: PARLIAMENTARY AUTHORITY:

Robert's Rules of Order, revised, when not in conflict with these By-Laws, shall govern the proceedings of the Pictou-Antigonish Regional Library Board.

ARTICLE XIII: AMENDMENTS:

Amendments to these By-Laws may be made by a majority vote of members present at any regular Board Meeting, provided notice of motion of the proposed amendment has been given in writing to each member of the Board at least five days prior to the meeting at which the voting is to take place.

Amended November 2017.