



# Rules of Procedure

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The Greater Victoria Public Library is constituted and governed by the provisions of the *Library Act* dated 20th June 1994, and the Library Operating Agreement 2009-2013, as may be amended from time to time.

## **OFFICERS**

The members of the Board shall elect a Chair and a Vice-Chair at the Inaugural Meeting of the Board.

The Chair shall be eligible to serve for two consecutive one-year terms but shall not be eligible for a third consecutive term.

The Chief Executive Officer shall be the Secretary of the Board, and the Controller shall be the Treasurer of the Board.

## **VACANCIES**

In the event of a vacancy occurring on the Board for any reason other than the expiration of the term of the trustee, the Chair shall advise the appropriate body requesting that a new member be appointed to fill the vacancy under the conditions contained in the Library Act and the Library Operating Agreement.

In the event of a vacancy occurring during the year in the office of Chair, the Vice-Chair shall become the Chair and conduct an election for Vice-Chair.

Should a vacancy occur during the year in the office of Vice-Chair, an election shall take place at the next Board meeting.

## **MEETINGS**

Regular meetings of the Board normally will be held on the fourth Tuesday of the month at 12 noon in the Board Room of the Central Library, 735 Broughton Street, or at such other time or place as may be agreed upon by the Board. The Library Act requires that the Board meet at regular intervals at least six times a year. The Inaugural Meeting shall be held as soon as



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possible after January 1st each year. The agenda of a Special Meeting shall state the specific purpose of the meeting; no other business shall be transacted or considered.

### **VOTING**

Voting shall be by a show of hands, by voice or by ballot if demanded.

Each Board trustee has one vote; a tied vote defeats the motion. The Chair does not have a second or casting vote.

Motions shall be carried by a simple majority vote except as in Clauses VII and X. In accordance with the Standard Code of Parliamentary Procedure by Alice Sturgis: “the trustees who fail to vote are presumed to have waived the exercise to their right and to have consented to allow the will of the Board to be expressed by those voting. The calculation of a vote is based on the number of members present and voting. Abstentions are not counted, since a member who abstains voluntarily relinquishes his or her vote...”

Votes of individual trustees will not be minuted except at their specific request.

### **CONFLICT OF INTEREST**

Every Board trustee who is, in any way, directly or indirectly, interested in a proposed contract or transaction with the Board shall disclose in writing delivered to the Chair the nature and extent of this interest. The disclosure shall be made at the first opportunity but in any event:

- (a) No later than the meeting at which a proposed contract or transaction is first considered; or
- (b) If the Board trustee was not, at the time of the meeting referred to in Clause (a), interested in the proposed contract or transaction, not later than the first meeting after he becomes interested; or
- (c) Not later than the first meeting after the relevant facts come to his knowledge.

As an alternative, at the beginning of a Board trustee's term, a general notice in writing given by a Board trustee to the other trustees to the effect that he is a member, director, or officer of a specified corporation, or that he is a partner in, or owner of, a specified firm, and that he has an interest in a specified corporation or firm, is a sufficient disclosure of interest to comply with this section.

A Board trustee with a financial interest in any item of business is to be counted in a quorum notwithstanding this interest but shall declare his interest and absent himself from the meeting while the matter is under discussion and being voted upon.



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## **GENERAL PROCEDURE**

The rules and practice of The Standard Code of Parliamentary Procedure by Alice Sturgis, latest edition shall be the basis of the conduct of the Board's meeting.

At the inaugural meeting of the new Board in January, the outgoing Chair will summarize the major issues and accomplishments of the year and review the Rules of Procedure.

A majority of trustees shall constitute a quorum at any meeting of the Board, or of a Board Committee.

Where a meeting is held and a quorum is not present, the fact shall be recorded in the minutes. The trustees can discuss items on the agenda, and informal resolutions for future meetings can be made.

**Motions** - whenever possible are included in the Agenda, or in the Committee reports.

**Reconsideration** - Decisions of the Board can be reconsidered but only upon receipt of written notice and only at the next meeting. A two-thirds majority is required on a vote to reconsider a previous decision.

**Notice of Motion** - When a trustee wishes to raise a substantial issue affecting policies or procedures of the Board a notice of motion is required, stating that the issue will be raised at the next or subsequent meeting. Such notice requires no seconder and is not debatable.

**Debate** - Trustees have the right to express their opinions on matters raised for consideration. Although there are no general rules for governing length of speeches or the number of times a speaker may talk on each issue, the Chair may exercise discretion to prevent domination or to expedite the completion of the agenda.

**Closing of Meetings** - When all the purposes for which a meeting has been called have been fulfilled, and the Chair is satisfied that there is no other business that can be properly dealt with; he/she simply announces that the meeting is terminated. Alternatively, a motion to adjourn is always in order and if adopted must be given effect regardless of the state of the proceedings.

**Minutes** - The responsibility for preparing the agenda and the minutes lies with the Secretary of the Board in consultation with the Chair. Copies of minutes of all meetings are distributed to all Board trustees as soon as possible after Board meetings. When Board minutes have been approved by the Board they are distributed to the local municipal councils (Central Saanich, Colwood, Esquimalt, Highlands, Langford, Metchosin, Oak Bay, Saanich Victoria and View Royal), the Library Staff Union Local (CUPE 410) and to any other individual or organization requesting them. Approved minutes are signed by the Chair of the meeting, and by the Secretary of the Board.



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**In-camera meetings** - A motion to move into camera is called when the Board wishes to discuss matters in private (legal issues, personnel items, labour negotiations, property rental or acquisition). When the Board has reached a decision, a motion is made to move out of camera and approve the business conducted while in camera. At the discretion of the Chair, the meeting may be held in private session at which only Board members shall be present.

**Liaison with Councils** - Board trustees will be informed whenever Library issues are to come before their respective councils, to help ensure liaison with those councils.

### **ORDER OF BUSINESS**

The usual order of business to be conducted at the regular meetings of the Board shall be:

- Approval of Agenda
- Minutes of Previous Meeting
- Business Arising Out of Minutes (and not covered by Committee Reports)
- Committee Reports
- Reports (Chair, Staff and Council)
- New Business
- Correspondence

The nomination and election of the Chair and Vice-Chair at the Inaugural Meeting shall be held immediately prior to the first item of business.

The nominations and election of the Chair shall be conducted by the Chief Executive Officer, and of the Vice-Chair, by the new Chair of the Board.

The incoming Chair and Vice-Chair shall assume their duties immediately upon election.

### **COMMITTEES**

The Chair of the Board shall appoint the Chairs of the Planning, Finance and Policy and Program Development Committees as soon as possible after the inaugural meeting.

The Chair of the Board shall appoint and Chair an Advisory Committee made up of Chairs of the Planning, Finance and Policy and Program Development Committees the Vice-Chair and at least one member of the Board. This committee will meet as required at the call of the Chair. The Chair may appoint such other Committees as from time to time may be necessary. Committee meetings are held when required at the call of the Committee Chair, but usually once a month prior to the date of the Board meeting. Unless previously authorized by the Board, Committees do not have the power to reach decisions that are binding upon the Board. However, each Committee Chair will be expected, at each Board meeting, to bring forth motions requiring full Board approval, and to provide a comprehensive report of the



Committee's activities. A motion to file the minutes will follow each Committee report to the Board.

The Chair of the Board shall be a member ex officio of all Standing Committees and shall be notified of all Committee meetings.

Each Board trustee is expected to be a member of at least one Committee.

Appointments to Committees shall be made by the Chair in consultation with the Vice-Chair, and after requesting the preferences of the individual Board trustees.

### **AMENDMENTS**

Amendments to these procedures may only be made at a regular meeting, provided that notice of motion in writing shall have been given at the previous meeting.

Such amendments shall require a two-thirds majority vote of the Board.

<b>Approved by the Greater Victoria Public Library Board:</b>	<b>January 26, 1993</b>
<b>Reviewed by the Policy &amp; Program Development Committee:</b>	
<b>Amended by the Greater Victoria Public Library Board:</b>	<b>June 27, 2006</b>