WELLINGTON COUNTY LIBRARY BOARD

BY-LAW 01-26

A by-law to Govern the Proceedings of the Wellington County Library Board ("The Board") and to govern the conduct, duties and responsibilities of its members and the calling of meetings
(Procedural By-law).

WHEREAS Section 6 of the Public Libraries Act, 1990 ("the Act"), states every county library established under a predecessor of this Part that was being operated immediately before the 29th day of March, 1985, is continued subject to this Part; and

WHEREAS Section 7 (7) of the Act states that a county library shall be under the management and control of a Board, which is a corporation known as The Wellington County Library Board; and

WHEREAS the Wellington County Library Board deems it expedient; and necessary to establish rules governing the proceedings of the Board, the conduct of its members and the calling of meetings, pursuant to the Act and amendments.

NOW THEREFORE the Wellington County Library Board enacts as follows:

1. GENERAL PROVISIONS

1.1 For the purposes of this by-law,

"Chief Executive Officer"(CEO) means the officer of the Board who in compliance with Section 15 (2) of the Act shall have general supervision over and direction of the operations of the public library and its staff, shall attend all Board meetings and shall have the other powers and duties that the Board assigns to them from time to time. The CAO of Wellington County has been appointed by by-law of the Board to this position.

"meeting" means any regular, special, or other meeting of The Board, where:

a) a quorum of members is present, and

b) members discuss or otherwise deal with any matter in a way that materially advances the business or decision-making of the Board.

"Secretary" means the officer who in compliance with Section 15 (3) of the Act shall,

(a) conduct the Board's official correspondence; and

(b) keep minutes of every meeting of the Board

The County Clerk has been appointed by by-law of the Board to this position.

1.2 The Board shall observe the rules of procedure contained in this by-law. This by-law shall be used to guide the order of business of the Board provided always that these rules may be suspended by a two-thirds majority vote where not prescribed by the Act or any other relevant legislation, and in any case for which provision is not made herein.

2. NOTICE

2.1 The Board Secretary gives Notice of a Regular Meeting of the Board by release of a meeting agenda to the County of Wellington's website, by the Friday preceding a meeting day of the Board and distribution of an agenda to all members.

2.2 The Board Secretary, in consultation with the Chair may cancel any Meeting prior to its scheduled commencement and shall provide appropriate notice of the cancellation.

2.3 Failure of any person outlined herein to receive notice of a Meeting shall not affect the validity of the Meeting, nor any decisions, recommendations, or actions resulting therefrom.

2.4 If a Meeting Notice is substantially given but varies from the form and manner provided by this Procedure By-law, the ability to hold the Meeting and the actions taken at the Meeting are not invalidated.

3. SELECTION OF CHAIR

3.1 Pursuant to Section 14 (3) of the Act, the Board shall at the first meeting in a new term elect one of its members as Chair. The election of the Chair shall be conducted by the CEO.

4. MEETINGS

4.1 The schedule and location of Meetings for the Board shall be posted on the County of Wellington’s website with notice of the Agenda.

4.2 The Board shall hold at least seven (7) meetings each year in accordance with Section 16(1) of the Act.

4.3 The Chair shall preside at all meetings. In the absence of the Chair, the Board may appoint one of its members as Acting Chair (Section 14 (4) of the Act).

5. SPECIAL MEETINGS OF THE BOARD

5.1 The Chair or any two members of the Board may summon a special meeting of the Board by giving each member reasonable notice in writing, specifying the purpose for which the meeting is called (Section 16 (2) of the Act).

5.2 In consultation with the Chair and CEO the Board Secretary may give notice of special meetings by posting an agenda on the County of Wellington’s website.

5.3 The notice of a special meeting of the Board will state the business to be considered at the special meeting and no business may be considered at a special meeting of the Board other than that specified in the notice, unless approved by the majority of the Board.

6. PRESIDING OFFICER AND DUTIES OF PRESIDING OFFICER

6.1 The Presiding Officer is the person designated to preside over a meeting of the Board including the Chair or Acting Chair with the duties listed below:

a) open the meeting by taking the Chair and calling the members to order;

b) may make such remarks as is fitting for the information or assistance of the Board;

c) receive and submit, in the proper manner, all motions presented by the members;

d) put to vote all questions, which are regularly moved and seconded, or necessarily arise in the course of the proceedings and announce the result;

e) decline to put to vote motions which infringe rules of procedure;

f) enforce, on all occasions, the observance of order and decorum among the members;

g) authenticate, by their signature, when necessary, all by-laws, resolutions, and minutes;

h) inform the member, when necessary, or when referred to for the purpose, on a point of order or usage;

i) select the members who are to serve on committees, when directed to do so, in a particular case, or, when it is made a part of their general duty by a rule of procedure;

j) represent and support the Board, declaring its will and implicitly obeying its decisions in all things;

k) ensure that the decisions are in conformity with the laws and by-laws governing the activities of the Board;

l) adjourn the meeting when the business is concluded;

m) adjourn the meeting, without question, in the case of grave disorder arising in the meeting location;

n) expel any person for improper conduct at a meeting in compliance with the Municipal Act 2001, c. 25, s. 241(2).

7. VOTING RIGHTS FOR THE PRESIDING OFFICE

7.1 The Presiding Officer, except where disqualified to vote by reason of interest or otherwise, may vote with the other members on all questions, and, except where otherwise expressly provided by the Act, any question on which there is an equality of votes shall be deemed to have voted in the negative.

8. PRESIDING OFFICER ENTERING DEBATE

8.1 If the Presiding Officer desires to leave the Chair, for the purpose of taking part in the debate or otherwise, they shall call on one of the Board members to fill their place until they resume the Chair.

9. QUORUM

9.1 A majority of the members of the Board are necessary to form a quorum. (Section 16 (5) of the Act). The Board quorum is 5 members.

9.2 If quorum is not achieved within 15 minutes after the start time of the Board meeting, the Board shall stand adjourned until the next scheduled meeting, and the Board Secretary shall take down the names of the members present at the expiration of such 15 minutes.

10. BOARD COMPOSITION AND TERM

10.1 The Wellington County Library Board is composed of:

a) Five (5) members appointed by Wellington County Council who are members of the council of the municipality, and shall serve a term of two years, unless they cease to be a member of County Council in the meantime.

- Four (4) County Councillors, and (1) the Warden as ex-officio

b) Four (4) members appointed by Wellington County who meet eligibility requirements of Section 10 (1) of the Act. These community representatives shall be appointed for the term of Council.

10.2 One of the County Councillor appointees to the Board, will act as the County Council member with reporting duties from the Wellington County Library Board to County Council as named by County Council.

11. DISCLOSURE OF CONFLICT OF INTEREST/PECUNIARY INTEREST

11.1 Members shall file a written statement with the Board Secretary and declare publicly at the meeting any pecuniary interest, direct or indirect, in any matter that is the subject of consideration at a meeting. The Board Secretary shall keep with the County Clerk's Office a registry of declarations and associated written statements which will be made available to the public in accordance with the Municipal Conflict of Interest Act, RSO 1990.

12. OPEN AND CLOSED MEETING SESSIONS

OPEN MEETING

12.1 Except as provided in this section, all meetings shall be open to the public. (Section 16 (2) of the Act)

EXCEPTIONS

12.2 A meeting or part of a meeting may be closed to the public in accordance with Section 16 (4) of the Act if the subject matter being considered is:

a) the security of the property of the Board;

b) personal matters about an identifiable individual;

c) a proposed or pending acquisition or disposition of land by Board;

d) labour relations or employee negotiations;

e) litigation or potential litigation, including matters before administrative tribunals, affecting the Board;

f) advice that is subject to solicitor-client privilege, including communications necessary for that purpose;

g) a matter in respect of which a Board or committee of a Board may hold a closed meeting under another Act;

12.3 In accordance with Section 16 (5) of the Act, a meeting or part of a meeting of the Board, shall be closed to the public if the subject matter being considered is a request under the Municipal Freedom of Information and Protection of Privacy Act, 1990.

12.4 Before holding a meeting or part of a meeting that is to be closed to the public, the Board shall approve a motion stating the following:

a) The fact that the meeting will be closed to the public;

b) The general nature of the matter to be considered at the Closed meeting.

12.5 The agenda for a closed session meeting shall be distributed to members of the Board and appropriate staff as determined by the CEO and Board Secretary.

12.6 The Board Secretary shall record all vote(s)/direction(s) provided during a closed session which relates only to the direction provided by the Board.

12.7 The minutes are the official record of the Closed Session meeting.

12.8 Upon coming out of a closed session, the Chair shall verbally, or by motion, report the progress made during the closed session. If there is nothing to report, the Chair shall state that.

12.9 No people other than members and those permitted by the Board will attend closed session meetings, and all others will vacate the meetings when asked by the Chair.

12.10 The CEO will make recommendations to the Chair on which staff support should be present for closed meeting reports.

12.11 All information pertaining to a closed meeting shall be treated as confidential by all persons in attendance unless the Board agrees to disclose it publicly, or by resolution requests the CEO to share with Wellington County Council in closed session.

13. AGENDAS

13.1 The Board Secretary shall with the assistance of the administrative support of the Clerks Office prepare, under the direction of the Chair, an agenda with the order of business of the Board.

13.2 The business of the Board shall, in all cases, be taken up in the order in which it appears on the Agenda, unless otherwise decided by the Chair.

14. MINUTES

14.1 Minutes of each meeting of the Board are presented to the subsequent regular meeting of the Board for approval. Minutes of the Board will be posted on the County of Wellington's website following approval. When the Minutes have been confirmed, they shall be signed by the Chair and the Board Secretary.

14.2 The Board approves sharing draft open Board minutes to County Council when the County Council member with reporting duties from the Wellington County Library Board to County Council provides an update to the County Council.

14.3 The approved minutes, signed by the Chair and Board Secretary, shall be provided to the County Clerks Office for official record keeping in compliance with the County's Records Retention Schedule.

15. PRESENTATIONS TO THE BOARD

15.1 Presentations will be permitted at the Board at the request of the CEO on a motion to that effect being carried by a majority vote of the members present.

15.2 Presentations shall be limited to a maximum of ten (10) minutes.

16. DELEGATIONS TO THE BOARD

16.1 Delegations wishing to address the Board must notify the Board Secretary, by 3:00 pm of the Monday preceding the Board meeting, in order that the delegation may be listed on the Agenda and the subject of the delegation be identified. The delegation shall also provide a written detail of the submission by 3:00 pm of the Monday preceding the Board meeting. If a delegation is unable to adhere to the deadline, the delegation may attend at the discretion of the majority members of the Board.

16.2 Delegations to the Board will be scheduled at the discretion of the Board Secretary in consultation with the Chair and CEO, subject to:

a) Volume of material on agenda;

b) Number of requests for a specific meeting date;

c) Urgency of request;

d) Subject matter – no delegation shall speak on a matter that is not within the jurisdiction of the Board;

e) No delegation shall be permitted at orientation and education workshops;

f) No delegation shall be made relating to litigation or potential litigation, including matters that are before and under the jurisdiction of any court or administrative tribunal unless such matter is referred to the Board by the said administrative tribunal or court.

16.3 No person shall be permitted to address the Board on a subject not on the

Agenda, unless with the permission of the Board by unanimous consent.

16.4 The Board is not a forum for public promotion of private interests by delegations and therefore such delegations shall not be permitted.

16.5 All delegations addressing the Board, shall be limited to a maximum of 10 minutes for individual delegations and 10 minutes for group delegations, regardless of the number of speakers, unless given special permission by the Board. When more than one person is addressing the Board, on the same subject, such persons following the first person shall not repeat that which was covered by the preceding speaker(s).

16.6 Only members of the Board may ask questions of delegations, and parties shall not enter into debate. With the permission of the Presiding Officer, the CEO may ask questions of delegations. All questions to delegations shall be addressed through the Presiding Officer.

16.7 When the subject matter of a delegation is such that direction of the Board is required, appropriate resolutions shall be presented for consideration, after all the delegations have been heard.

16.8 When any person or persons, not being members of the Board, desire to address the Board, the person or persons shall be permitted to do so on a motion to that effect being carried by a majority vote of the members present at the discretion of the Presiding Officer.

17. CORRESPONDENCE FOR INFORMATION

17.1 Correspondence under this heading requires no action by the Board at the time of the meeting. It may contain correspondence for which reports are to be received at future meetings and should be noted as such.

18. SPECIAL RESOLUTIONS

18.1 Resolutions dealing with any matter may be presented providing notice has been provided to the Board on the agenda or at the direction of the Board approved by a two-thirds majority vote.

19. BY-LAWS

19.1 The adoption of every by-law presented to the Board will be discussed and voted on individually.

19.2 Every by-law when introduced shall be in written form and shall comply with the provisions of any relevant legislation.

19.3 Every by-law enacted by the Board shall be signed by the Board Chair or by the Acting Chair in the Chair's absence, and by the Board Secretary. Once signed, the by-law will be dated and filed in the County Clerks Office.

20. QUESTIONS AND INFORMATION

20.1 Questions may be put to the Presiding Officer or, through them, to any member of the staff, relating to any By-law, motion or other matter connected with the business of the Board. In answering any such question, a staff member is not to debate the matter to which the same refers. A Board member shall not debate a matter with a staff member.

20.2 Questions may be put to the Presiding Officer, or through them by any County Councillor attending an open meeting session at the discretion of the Presiding Officer.

20.3 Any member of the Board may inform the Board of any matter, which they feel would be of interest or benefit to the Board, or the municipality.

21. MATTERS BEFORE COURT

21.1 No members of the Board and no delegation shall be permitted to address the Board, during an open session of the Board, on any matter that is before any Court or any Administrative tribunal for decision.

22. RULES OF CONDUCT AND DEBATE

22.1 Every member desiring to speak shall raise their hand and wait to be recognized by the Presiding Officer and direct all comments through the Presiding Officer.

22.2 No member shall speak disrespectfully of the reigning Sovereign or of any member of the Royal Family or of the Governor-General, Lieutenant-Governor, or person administering the Government of Canada; or, of this Province; nor shall the member use offensive words, in or against the Board, or, against any member thereof, nor shall the member speak beside the question in debate. No member shall reflect upon any vote of the Board, except for the purpose of moving that such vote be rescinded. Any member may ask if a vote be recounted, and a vote will be recounted once only.

22.3 When the Presiding Officer is putting the question, no member shall interrupt the member speaking, except to raise a point of order.

22.4 When the question under discussion has not been printed and distributed, any member may require it to be read, at any time of the debate, but not so as to interrupt a member while speaking.

22.5 No member shall speak more than twice to a question, except in explanation of a material part of their speech in which the member may have been misconceived, but then the member may not introduce a new matter.

22.6 A member must not, in debate, deviate from the question before the Board.

22.7 In all such cases, the Presiding Officer shall inform the Board that the reply of the mover of the original motion closes the debate at whatever time the Presiding

Officer is of the opinion that a clear understanding of the question has been provided.

22.8 No member, without leave of the Board, shall speak to the same question or in reply, for longer than five minutes.

23. PRIVILEGE

23.1 Whenever any matter of privilege is raised by a member who considers that their integrity, the integrity of the Board or staff has been impugned, it shall be taken into consideration immediately. The member raising the point of privilege shall state the substance of and the basis for the point of privilege and the Presiding Officer shall rule on the point of privilege immediately without debate by the Board.

24. MOTIONS

24.1 All motions, except ancillary motions, shall be in writing and seconded before being debated or put before the Board. Verbal motions duly moved and seconded, may be accepted at the discretion of the Presiding Officer.

24.2 After a motion is read by the Presiding Officer, it shall be deemed to be in possession of the Board, but may, by a simple majority vote of the Board, be withdrawn, before decision or amendment.

24.3 When a question is under consideration, no motion shall be received unless it is one:

a) “to refer”

i. a motion for referral to a future meeting, until decided, shall preclude all amendments of the main question.

b) “to amend”

i. an amendment modifying the intention of a motion shall be in order, but an amendment relating to a different subject, shall not be in order. Only one amendment shall be allowed to an amendment, and any amendment more than one must be to the main question;

ii. a motion to be amended shall first be read as it stands, then the words proposed to be struck out and those to be inserted, and finally the motion as it would stand, if so amended;

iii. amendments shall be put in the reverse order that they are received by the Presiding Officer. Every amendment submitted shall be in writing, and it shall be decided or withdrawn before the main question is put to the vote.

c) "to defer"

i. is not open to debate;

ii. is not subject to amendment;

iii. applies to the main motion and any amendments thereto under debate at the time the motion to defer is made.

d) "to defer to a certain time"

i. requires that a specific date, passage of an event, or Board meeting session be stated in the motion.

e) "to move the previous question"

i. cannot be amended;

ii. cannot be proposed, when there is an amendment under consideration;

iii. shall preclude all amendment of main question;

iv. requires a two-thirds vote of the Board to carry;

v. when resolved in the affirmative, the question is to be put forthwith without debate or amendment;

vi. when resolved in the negative, the debate shall continue;

vii. can only be moved in the following words, "That the question now be put", and shall be put forthwith.

24.4 Precedence of motions and rules governing such motions shall, unless otherwise indicated herein, be in accordance with Appendix "A" to this by-law.

25. VOTING ON MOTIONS

25.1 When the question under consideration contains distinct propositions, upon the request of any member, the vote upon each proposition will be taken separately. The mover and the seconder of the original motion shall be deemed to be the mover and seconder of the item(s) being voted on separately.

25.2 After the question is finally put by the Presiding Officer, no member shall speak to the question, nor shall any other motion be made until after the result of the vote has been declared, and the decision of the Presiding Officer, as to whether the question has finally been put, shall be conclusive.

25.3 Where a non-recorded vote is taken, and a member abstains from voting, the member will be deemed to have voted in the negative.

25.4 If a member present at a meeting at the time of a vote requests immediately before or after the taking of the vote, that the vote be recorded, each member present, except a member who is disqualified from voting by any Act, shall announce their vote openly, and the Board Secretary shall record each vote. A failure to vote as set out in this section by a member who is present at the meeting at the time of the vote and who is qualified to vote shall be deemed to be a negative vote in accordance with the Municipal Act, 2001 c.25 s.246(1) (2).

25.5 When a recorded vote is requested, the Board Secretary shall record each vote as it is called, starting with the member who requested the recorded vote, and continuing counter-clockwise until all members, including the Presiding Officer have voted.

26. RECONSIDERATION

26.1 After a motion has been voted on by the Board, no motion for a reconsideration thereof shall be introduced, unless it is moved and seconded by two members from among those who voted with the majority, and such motion may only be passed by a two-thirds vote of the entire Board.

26.2 After a Notice to introduce such motion is given by a member at a previous meeting, and such Notice of Motion appears on the Agenda of the meeting, at which it is to be considered, such motion may be passed by a majority vote of the entire Board.

26.3 No question shall be reconsidered more than once during a 12-month period, unless such period is truncated by the end of the Board term.

26.4 A resolution that was decided by the Board cannot be reconsidered if action has been taken in implementing the resolution, resulting in legally binding commitments that are in place on the date the Motion to reconsider is considered by the Board.

27. SUSPENSION OF RULES

27.1 Despite Section 1.2, procedural rules of the Board may be suspended with unanimous consent where not prescribed by the Act or any other relevant legislation.

28. UNPROVIDED RULES

28.1 In all matters not addressed by this By-law, parliamentary procedure shall be followed as set out in Bourinot's Rules of Order.

29. ADMINISTRATIVE AUTHORITY OF THE BOARD SECRETARY

29.1 The Board Secretary is authorized to revise or correct by-laws, minutes and other records or documents relating to the Board for technical, typographical or other administrative errors and omissions for the purpose of ensuring an accurate and complete record of proceedings and general housekeeping.

30. ADHOC/WORKING COMMITTEES

30.1 The Board may establish such ad hoc/working committees from time to time as may be required to comply with legislative requirements and these rules shall apply to such committees with necessary changes.

31. GENERAL RULES

31.1 This by-law shall take effect immediately following the passing thereof.

READ A FIRST, SECOND AND THIRD TIME AND PASSED JUNE 10, 2026.

DOUG BREEN, BOARD CHAIR

JENNIFER ADAMS, BOARD SECRETARY