

Governance

TOPIC: Board governance

PASSED: May 2013

AMENDED: June 21, 2016, June 18, 2019 & March 11, 2026

REVIEWED: March 11, 2026

NEXT REVIEW: March 2029

(1) Governance Principles

The Camrose Public Library Board shall be formed in accordance with the *Alberta Libraries Act* and shall be hereinafter referred to as the "Board".

The Board is the governing, authoritative body whose main focus is the outward vision and long-term goals of the Camrose Public Library. The Board leads through policy, using a framework which defines four categories of Board Policy:

- Vision, Mission, Values, Goals, and Objectives (As outlined in our Plan of Service)
- Governance Process
- Board – Director Relationship
- Director's Parameters

The Governance Policy defines and guides appropriate relationships between the Library's board and its director.

The Board has one employee, the Director, who is accountable to the Board as a whole. The Board guides the Director to ethically and prudently determine the means to achieve the Plan of Service. The Director is empowered to make operational decisions in accordance with board policies and the approved annual budget. The Board monitors the Director solely on the basis of organizational performance and adherence to policies.

Section 2 - Job Descriptions

(2.1) Role of The Board

The role of the Board is to Govern the library with a view to ensuring the long-term health and viability of the organization.

It is the Board's role to create procedures providing for the orientation and ongoing development of Board Members as they fulfill their fiduciary duties.

The Board must comply with legislation to:

- Develop a three-to-five-year Plan of Service based on a community needs assessment,
- Create a budget,
- Develop an annual report,
- Create an approved financial statement,
- Hire and supervise the Director.

In addition, the Board will:

- Develop, review and revise existing policies on a three-year cycle
- Review and revise bylaws as required
- Define payments and reimbursement of expenses for meetings, approved conferences, and workshops (see Finance Policy).
- Advocate to all levels of government on behalf of public libraries
- Create and adhere to an annual agenda to accomplish required and expected tasks

The Board may choose to delegate some of the following responsibilities to management:

- Recognize the contributions of long serving staff, Board Members, and volunteers.
- Secure funding by requesting municipal funds and applying for provincial grants.
- Keep financial records and bank accounts.
- Organize and implement marketing plans and activities.
- Assist in the formation of partnerships with other community organizations.

The role of the Board is to collectively make decisions, encouraging diversity while maintaining compliance legally and with their policies. The Board is not concerned with managing the day-to-day operations of the Library.

Regular monitoring, assessment, and education will be done to ensure governing is being conducted properly by both existing and new members of the Board.

All Board Members are expected to:

- Attend meetings regularly.
- Contribute constructively to the work of the board through discussion and committee work, as able.

- Vote on all motions, unless they have declared a conflict of interest, or are unable to attend a meeting.
- Publicly support Board decisions; the board speaks with one voice.
- Advocate for the library and their programs and services.
- Participate in library programs or services as able.
- Participate in orientation and professional development opportunities as possible (see Orientation of Board and Staff policy, and Professional Development Policy).

Board Members wishing to resign prior to the end of their term must do so in writing to the City of Camrose and the library board.

(2.2) Role of Board Chair

The Board Chair is required by the *Libraries Act*. The Chair provides leadership to the Board, and sets the tone and climate for Board activity.

The Chair is also responsible for:

- Ensuring the integrity of the Board's processes by upholding the Board's policies and rules.
- Representing the Board to outside parties.
- Ensuring that the Board meets requirements of membership, particularly requirements legitimately imposed by outside organizations.
- Determining the need for meetings, sets the time, sets the agenda, and chairs meetings according to procedure accepted by the Board.
- Calling meetings to order and adjourning them within the appointed times.
- Summarizing and bringing closure to discussion, without introducing personal opinions and biases.
- Pursues knowledge of Board and chair responsibilities, appropriate legislation, bylaws, policies, and rules of order through ongoing development and education opportunities.
- Facilitates the contribution of all trustees to Board business.
- Ensures that proper records are kept and signs adopted minutes of meetings.
- Having signing authority for library accounts (see *Finance Policy*).
- Implements the decisions of the Board, usually by assigning specific tasks or delegating to committee.
- Communicating with any member of the staff, Board or public when there are complaints or grievances regarding the Director. The Board, not the Chair, has authority to supervise/direct the Director.

- Acting as a voting ex-officio member of all committees.

(2.3) Role of the Vice-Chair

In the Chair's absence, the Vice-Chair will be responsible for fulfilling the Chair's duties.

The Vice-Chair is also responsible for:

- Annual trustee orientation.
- Bi-Annual board evaluation.
- Monitoring the board email.
- Maintaining the Board manual.
- Undertaking any other duties assigned by the Chair.

(2.4) Role of the Recorder

The Role of the Recorder ensures that the board has everything they need to run a meeting.

The Recorder is responsible for:

- Recording minutes of Board meetings and provides copies to trustees at least one week prior to next meeting, together with agendas and other required materials.
- Maintaining a file of original minutes and copies of reports, correspondence, etc., at the library.
- Notifying Board Members of meetings.
- Handling library correspondence as directed by the Board.
- May hold signing authority for library accounts.
- Confirming locations for meetings.
- Bringing required materials (ex. Board manual, minutes, and reports) to meetings.
- Assisting Chair in developing agenda.

Note: Boards may choose to have a Non-Board Member recorder who may be staff or a volunteer; if staff, duties must be in job description and time is paid.

(2.5) Signing Authority

As laid out in the *Finance Policy*, the signing officers will be the Board Chair, the Library Director, and additional signing officers may be appointed by the Library Board as required. They will be appointed by board motion.

Section 3 - Committees

The Committees are in place to assist the Board to function best, not to advise or assist staff in doing their job.

(3.1) Personnel Committee

The role of the Personnel Committee is to oversee the employment of the Director, who is the board's sole employee. The Board Chair chairs the Personnel Committee. The Personnel Committee must have a minimum of three Board Members, including the Board Chair. Non-board Members cannot be committee members, but staff may be invited in an advisory capacity, on an as-needed basis.

Specifically, the Personnel Committee:

- Works with the Board on making recommendations for recruitment.
- Reviews the Director's compensation.
- Conducts the Director's annual performance evaluation.
- Participates in the grievance procedure on issues pertaining to the Director.
- Oversees any other human resource matters relating to the Director.
- Consults with the Policy Committee on matters related to policies affecting the Director's conditions of employment.

(3.2) Ad-Hoc Committees

The Board may strike Ad-hoc committees as needed.

Section 4 – Board Conduct

(4.1) Code of Conduct

The City of Camrose (CPL) Board Members Code of Conduct outlines the principles and standards of conduct that guide the behavior of the CPL Board and individual Board Members. CPL Board Members understand they have been entrusted with caring for one of Camrose's most cherished civic institutions.

CPL Board Members are committed to the vision, mission and values of the CPL and are dedicated to the highest standards of ethics, integrity, honesty and governance. As a commitment to Intellectual Freedom the board adopts the [Canadian Federation of Library of Association's statement on intellectual freedom and libraries.](#)

Board Members recognize and understand their fiduciary responsibility and to protect the interests of CPL. Board Members are committed to upholding CPL's reputation and understand their individual actions, and those of the Board, influence CPL's standing as a trusted public institution.

(4.1.1) Serving the Community

Board Members will serve and be seen to serve Library users and their community in a conscientious and diligent manner. The Board and Library value and prioritize equity, diversity, inclusion and accessibility for all. The Board and Library are committed to ensuring patrons have a sense of belonging in library spaces and equitable access regardless of income, education, religious beliefs, ancestry, place of origin, race, family status, marital status, gender, gender expression, gender identity, sexual orientation, or physical or mental disabilities. Where limitations in service are unavoidable, any inherent inequality of service should favour those residents least able to obtain alternate service. The Board acknowledges personal and collective commitment is required to achieve these values.

(4.1.2) Respect

Board Members will treat all Library users, volunteers, staff and fellow Board Members with respect. In the performance of their duties, Board Members will not harass, abuse, bully or intimidate others.

(4.1.3) Board Meetings

Board Members will honour the *Bylaws and Policies of the City of Camrose Library Board* and this Code of Conduct at Board Meetings. Board Members understand that these meetings are largely public. Portions of the Board meeting may be held in camera if related to labour relations, law enforcement, litigation, or other privacy considerations.

Board Members will refrain from direct involvement in Library operations. Any suggestions or concerns relating to operational issues will be communicated directly through the Director. The Board discusses and debates issues thoroughly in Board and Committee meetings but speaks with one voice in public. Only the Board Chair, Director, or persons designated by them provide information or answer questions from the media.

(4.1.4) Use of Library Facility and Materials

Board Members will only use Library land, facilities, equipment, supplies, services, staff or other resources for the business of the Library as set out in policy including *Bylaws and Policies of the City of Camrose Library Board*.

(4.1.5) Public Servants

Board Members understand Library staff, under the direction of the Director, serve the Board as a whole, and will respect the role of Library staff as public servants who provide professional and politically neutral advice to the Board. Staff should not be subject to undue influence, evaluation or review from any individual Member or faction of the Board. Accordingly, Board Members will not maliciously or falsely injure the professional or ethical reputation of staff. All Board Members will show respect for the professional capacities of staff.

(4.1.6) Privacy and Confidential Information

Each Member is responsible for understanding what information is confidential and to seek clarification before disclosure when unsure. Board Members will respect the privacy of others and will not disclose or release by any means to any Member of the public, any confidential information acquired by virtue of their role at the Library. Board Members will maintain this obligation even after Board Members leave the Board.

Board Members will only disclose confidential information if required by law, or authorized to do so by the Board.

(4.1.7) Conflict of Interest

Board Members are committed to performing their roles with integrity, and will act in the public interest and not engage in conflicts of interest, both apparent and real. Their private interests, financial or otherwise, and the interests of their family, friends or organizations with which Board Members are associated, should never compete with their duties and responsibilities to the Library. Their private interests include the prospect or promise of a future benefit or advantage. Conflict of Interest concerns are further set out in the *Bylaws and Policies of the City of Camrose Library Board*.

Board Members will not accept payments or any other personal benefit:

- to make referrals to a person, partnership or corporation; or
- to act as a paid agent before the Board or a Committee of the Board.

Board Members are committed to the highest standards of transparency with respect to decisions that Board Members make on behalf of the Library, including the purchase of goods and services. Board Members will abide by the Library's financial policies.

When a Board member perceives that another Board Member has a conflict of interest, which has not been declared, the Board Member may request the Chair to rule. While the Chair determines whether or not a conflict exists, all debate on the issue before the Board will cease. If the Chair rules that a conflict exists, the Board Member shall not engage in discussion, or vote, and shall leave the meeting or part of the meeting during which the matter is under discussion. In the event that the Chair has a conflict or perceived conflict the Vice-Chair will fulfill the role of investigating and ruling on the conflict.

(4.1.8) Gifts

Board Members will remain free from any improper influence, or the appearance of improper influence, in the performance of their duties. When outside individuals or organizations give Board Members gifts in connection to their position at the

Library, they will only accept gifts that:

- are infrequent and the value is reasonable;
- arise out of activities or events related to the Member's official duties;
- are within the normal standards of courtesy, hospitality or protocol; and
- do not compromise or appear to compromise the integrity of the Member or the Library.

(4.1.9) Improper Use of Influence

Board Members will not use their positions at the Library to improperly influence others for private gain or to gain preferential treatment for their family, friends or organizations with which Board Members are associated.

(4.1.10) Political Neutrality

Board Members, serving as Board Members, will not use Library facilities, equipment, supplies, services (including staff services) or any other resources for political election campaign, campaign-related activities or any other lobbying activities not approved by the Board. However, Board Members are also citizens and may use Library facilities, equipment, supplies, services (including staff services) or any other resources as any citizen could do but without any reference to their position as a Board Member.

Board Members will not use a position of authority at the Library to compel staff or volunteers to engage in partisan political activities.

(4.1.11) Compliance with Policies, Procedures and Legal Requirements

Board Members must comply with all laws, legislation and regulations in addition to Library bylaws, policies, procedures and decisions of the Board.

(4.1.12) Accountability & Compliance

All Board Members are accountable for adhering to this Code of Conduct. Termination of Board Membership (as specified in *The Alberta Libraries Act*) may occur at the conclusion of the appointed term; after three consecutive missed Board meetings not pre-authorized by the Board; by a decision of Council; or by resignation. The Board may also vote to request the Board Member's resignation, or make a recommendation to Council to remove the Board Member, should there be a violation of the Code of Conduct.

Section 5 - Related Policies and Documents

[Alberta Libraries Act](#)

[Alberta Libraries Act: Libraries Regulations](#)

[Bylaws and Policies of the City of Camrose Library Board](#)

[Canadian Bill of Rights](#)

[Canadian Charter of Rights and Freedoms](#)

[Library Board Basics: A Handbook for Library Board Members and Managers](#)

[Board Member Handbook](#)

[Trustee Handbook – 10th Edition, April 2020 – Alberta Library Trustees' Association](#)