



1. BOARD ORIENTATION GOVERNANCE OVERVIEW

Paul Takala, CEO/Chief Librarian

October 2023

FREEDOM TO BELONG AND DISCOVER

hpl.ca



ORIENTATION GOALS

Our goal in Board orientation is to assist with **new board members** in **contributing fully**, and as **early in their tenure as possible**, to the **governing work of the board**. As a result of this presentation new directors should:

- Understand their roles, responsibilities and time commitment to governance work around the board table and away from it
- Know how board meetings are run, decisions are made and what formal governing policies and practices exist
- Appreciate how this board functions similarly or differently than other boards they have served on or are serving on
- Be aware of the current goals, opportunities and challenges facing the organization
- Be aware of who the organization's main stakeholders are including members, funders, clients, partners, the public, as well as staff
- Have some sense of how their own background, knowledge, experience and skills will contribute to the current work of the board and the goals of the organization
- Appreciate the background, knowledge, experience and skills of each of the other directors

Institute of Corporate Directors - <https://www.icd.ca/Board-Resources/Tools/Not-for-profit-Director-Resources>



GOVERNANCE ESSENTIALS

- Public Libraries operates under the authority of the [Ontario Public Libraries Act](#)
 - The Ontario the [Ministry of Tourism, Culture and Sport](#) is responsible for public libraries at a provincial level
 - The [Ontario Library Service \(OLS\)](#) is an agency set-up by the ministry to assist with the administration and governance of public libraries
 - OLS Governance Hub - [10 Things you Need to Know , 4 Year Board Cycle....](#)
 - [City of Hamilton Bylaw](#) established HPL
 - Library Board Bylaws provide more specific rules consistent with the Act
 - Role of the Library Trustees and the CEO/Chief Librarian
-
- **Ontario Public Libraries Act** - <https://www.ontario.ca/laws/statute/90p44>
 - **OLS Governance Hub** - <https://www.olservice.ca/gov-hub>



10 THINGS YOU NEED TO KNOW ONTARIO LIBRARY SERVICE (OLS) GOVERNANCE HUB



<https://www.olservice.ca/gov-hub>



1 Public library service is free in the Province of Ontario.

The Public Libraries Act (PLA) and Regulation 976 specify that most library services must be offered to residents free of charge. This requirement makes the library different from other community services which are often expected to generate revenue from user fees. Access to library service must remain free because universal access to information is a fundamental human right and a cornerstone of democracy.

2 The library board is a governing board that gets its authority from the Public Libraries Act.

Once appointed by Council, the board is a separate, independent corporation with the legal duty to provide “a comprehensive and efficient public library service that reflects the community’s unique needs” (PLA, 20a).

3 The library board exercises its authority by making informed decisions that focus on matters of governance.

Governance includes the following areas of responsibility:

- a. Strategy & oversight
- b. CEO support and oversight
- c. Financial stewardship & accountability
- d. Policy framework
- e. Advocacy based on mission and community impact
- f. Employer obligations.

4 The library board is required by legislation to appoint a chief executive officer (CEO) to oversee library operations.

Once appointed by the Board, the CEO manages and controls library operations, freeing the library board to focus on governance. This is an important distinction for everyone to understand as it prevents conflicts and other problems from occurring.

**5**

Board authority belongs to the board as a whole; individual board members have no authority.

The board exercises its authority through the decisions it makes, and records as motions, in the context of a legally constituted board meeting. Outside of board meetings, you as a board member have no individual authority.

6

Each board member has a legal obligation to act honestly, in good faith, and in the best interests of the library.

Because the PLA establishes the library board as a corporation, it means board members have a "fiduciary" duty to act in the best interests of the corporation. There is a duty of care and of loyalty, and an obligation to act honestly and in good faith. This includes all board members, whether appointed as a citizen representative or a council representative.

7

Library board meetings must be open to the public with advance notice given.

The board is required to hold regular meetings once a month for at least 10 months of the year. Board meetings must be open to the public unless a closed meeting is warranted, as prescribed in Section 16.1(4) of the Public Libraries Act.

8

Good governance happens when the CEO and library board trust each other, respect each other, and work together.

The library board relies on the support and expertise of the CEO to be successful; and the CEO relies on the support and guidance of the library board to be successful.



9

Good governance happens in board meetings that are designed to support informed decision-making.

The board chair and CEO work together to create agendas that are engaging and forward thinking while also meeting the board's needs for accountability and wise stewardship. It's a process that takes time, but the best boards eventually find a collaborative style that balances camaraderie with candor and challenging conversations.

10

The municipality is the library's primary funder and a strategic ally.

While the library board is an independent corporation, it does get the majority of its funding from municipal tax dollars. Sustaining a collaborative mindset and a strong working relationship between the library and the municipality is, therefore, important work. Council representatives on the library board support this work by facilitating ongoing communication and opportunities for collaboration. It is important that everyone understands that elected officials appointed to the library board have the same responsibilities and obligations as any other member of the board.



4 YEAR BOARD TERM

- Board has a 4 year term to coincide with City Council's Term (2023 - 2026)
- We have a 4 year schedule for the [review of Board Policies](#) and the [Strategic Plan](#)
- OLS recommends a [4 year schedule for Board to follow](#)

Year 1: Governance Roles & Responsibilities

Legislative Context
Public Library Sector
New Board Orientation

Year 2: Community & Municipal Relations

Board/Council Relationships
Linkage to Municipal facilities
Responding to Changing Needs

Year 3: Assessing & Planning for the future

Performance Measures
Risk Management
Board Succession Planning

Year 4: Legacy & Transition Readiness

Relationships Audit
Municipal Election Campaign
Board Appointments

- **Four Year Board Cycle** - <https://www.olservice.ca/gov-hub#four-year-cycle>



HAMILTON PUBLIC LIBRARY GOVERNANCE BASICS

- City of Hamilton Bylaw requires **11 trustees** - 9 resident appointees, 2 representatives from City Council. Board Councillors play a liaison role between Council and the Library Board
- City Council appoints the Library Board, once appointed to the Library Board, a **Trustee's allegiance must be to the Library Board**. All appointments are for 4-year terms except if needed to fill a vacancy for the remainder of a term.
- The Board has an **Audit Committee** and a **Nominations Committee**. Ad hoc committees may be established if there is a specific need.
- HPL is an independent organization; we strive to have positive relationships with City Council and City staff leadership.
- HPL is a **registered charity** and is able to issue tax receipts for donations – *important we follow CRA rules to maintain this status*



ABOUT THE BOARD MEETINGS

- **Meeting Times** – Normally, [3rd Wednesday each month at 6 pm](#). No scheduled meetings in July and August. The Bylaws require the Board to meet at least 7 times in a calendar year.
- **Transparency** – Library Board meetings are [open to the public](#). Meetings are livestreamed and archived for future viewing. There are strict rules on when we can go in-camera.
- **Quorum** - [6 of 11](#) is needed for all Library Board meetings. Please ensure that you advise Callie Blackburn, Administrative Assistant if you are unable to attend.
- **Decision Making at the Library Board** - Tradition of working at issues until we achieve strong (not unanimous) support for a direction – [consensus](#)
- **2 Step Review Process** - when the Board is being asked to make decisions on [policy, funding, major project](#)... we [strive](#) to have 1st review one month and a 2nd review at the next meeting
- **Annual Board Calendar** follows a standard pattern except in 1st and last year of term
 - Normal years Board Officers elected in [January](#)
 - First meeting of new Board elects officers for the remainder of the year
 - Last year of Board officers stay in place until new Board is appointed



ABOUT THE BOARD MEETINGS CONTINUED

- **Expenses** – Board members are volunteers and are not compensated for their time. However, expenses incurred attending meetings and other Board business is covered. This includes things like parking. The Administrative Assistant to the CEO, Callie Blackburn, will assist with this.
- **Dinner on Board Meeting Nights** – Dinner is provided the evening of Board meetings. Dinner is served between 5 pm and 6 pm.
 - **June Annual Chair's Dinner** – The June meeting runs a special time from **5 pm to 7 pm**. Board members and Senior staff then attend a brief reception followed by the dinner. All living former Board Chairs are invited to attend the dinner.
- **Agenda Review** – One week before a Board meeting, the CEO meets with the Chair & Vice Chair to finalize the agenda for the following week.
 - The agenda gets posted electronically on the Friday before the meeting, including all reports. Board members are emailed a pdf copy of agenda. Hardcopies are available upon request.
 - Presentations are provided a day or two before the meeting, except when they are not available yet from external presenters



LIBRARY BOARD MOBILE DEVICES

- **Devices for Board Members** – normally Board members use their personal laptops or tablets to access materials for the Board meetings. Board members will be provided a tablet upon request.
 - Devices purchased by the library will be owned by HPL. The Library may ask for the device to be returned at any time. (This is not anticipated but security vulnerabilities or other valid business reasons could require the device to be returned.)
 - The **anticipated useful lifecycle of the devices is the current term of the Library Board**. At the end of the term the devices will become the property of the individuals.
 - If a Board member leaves office during the term, the device will be returned, and it will be issued to the incoming Board member. Staff will ensure all personal data is removed.
- Board members will be provided access to Wi-Fi at Board meetings.
- We encourage Board members to explore **personal use of Library resources**, such as, **eBooks, electronic databases, audio, and video formats**. Digital formats are becoming more important and it will be helpful for Board members to have some understanding of how they work and what they do.



HPL's GOVERNANCE VISION

Governance Vision of the Hamilton Public Library Board

The Hamilton Public Library Board oversees the purpose, plans and policies of the Hamilton Public Library. It is the responsibility of the Library Board to ensure that the funding it receives provides the best possible library service to Hamilton residents. In addition, it is committed to providing effective governance for the Hamilton Public Library to ensure services and programs offered by HPL remain relevant to the changing needs of the communities we serve.

The Library Board has four main functions:

1. To establish the **mission** and **strategic directions**.
2. To hire and evaluate the **Chief Executive Officer/Chief Librarian**.
3. To **ensure resources are in place** to achieve the mission.
4. To **monitor and audit results** of programs and resources.

- **HPL Board Bylaws** - <https://www.hpl.ca/articles/hamilton-public-library-board-laws>



DUTIES OF BOARD TRUSTEES

- Represent the entire community, not just a single contingency or geographic area.
- Determine and adopt written policies to govern the operation and programs of the Library.
- Determine the strategic priorities of the library and secure adequate funds to fulfill these goals.
- Understand the library's programs and needs of the community in relation to the library.
- Establish, support and participate in planned activities where Board presence is required.
- Work with the Chief Librarian/CEO to prepare a budget adequate to carry out the library's goals and objectives and present this budget to municipal council.
- Be aware of local and other legislation which affects libraries and plan an active role in initiating and supporting beneficial library legislation.
- Attend Board and committee meetings as assigned. Attend outside meetings and workshops for trustees. See that accurate public records concerning finances, property and annual reports are on file at the library and with appropriate local, provincial or national bodies.
- Employ a competent and qualified Chief Librarian/CEO.



ROLE OF THE CEO

The Board appoints the Chief Executive Officer, who is its Chief Librarian, and who shall hold office until the Board rescinds the appointment or a new appointment is made. The Chief Executive Officer shall be responsible, under the supervision of the Board, for the general conduct and management of the Hamilton Public Library.

- Only **decisions of the Board are binding** on the CEO.
- Operational achievement and conduct of library staff are the responsibility of the CEO, to whom the Board has **delegated authority over and accountability for staff performance**.
- Systematic and rigorous monitoring of the CEO's job performance will be conducted in accordance with the Chief Librarian/ CEO Performance Appraisal document.
- The CEO also serves as Secretary of the Library Board
 - Does not have a vote
 - Is an ex-officio member of all Board Committees



Paul Takala
Chief Librarian/CEO
Hamilton Public Library
T: 905-546-3215
M: 905-979-4818
ptakala@hpl.ca



STAFF SENIOR LEADERSHIP TEAM



Photos Left to Right: Paul Takala, Callie Blackburn, Erika Pavkovic, Lisa DuPelle, Tony Del Monaco, Cindy Poggiaroni, Dijia Qin)

Paul Takala, CEO and Chief Librarian, hpl.ceo@hpl.ca x3214

Callie Blackburn, Administrative Assistant to the CEO, hpceo@hpl.ca x3214

Erika Pavkovic, Senior Leadership Support Manager, epavkovi@hpl.ca x3478

Lisa DuPelle, Director, Human Resources and Information Services,
ldupelle@hpl.ca x3290

Tony Del Monaco, Director, Finance and Facilities tdelmona@hpl.ca x3226

Simona Dinu, Director, Service Excellent and Communications, sdinu@hpl.ca
x3285

Cindy Poggiaroni, Director, Collections and Program Developoment,
cpoggiar@hpl.ca x 3442

Dijia Qin, Director, Digital Technology and Creation, dqin@hpl.ca, x 6343



BOARD SELF-EVALUATION SURVEY

Self-Evaluation Survey completed by the Board in October 2022

- **Overall**, the responses were **positive** with some room for growth. It should be noted that from March 2020 until part way through 2022 the Board functioned during a public health emergency, which disrupted the ability to engage in person and affected normal business planning. It is clear we need to shift beyond the pandemic and attention needs to be paid to engaging the Library Board in areas where gaps exist.
- All members **agreed or strongly** agreed that:
 - ✓ The organization operates with a strategic plan or a set of measurable goals & priorities
 - ✓ The meetings are well planned
 - ✓ There is good 2-way communication with the Board and CEO
 - ✓ The Board receives written reports in advance
 - ✓ The Board trusts the judgement of the CEO
- Some areas that we improve on:
 - ✓ Ensuring Board members understand and are well informed about our relationship with the City of Hamilton and other key stakeholders
 - ✓ We look for more opportunities to bring key partners/stakeholders to present at meetings
 - ✓ We make additional efforts to ensure the meetings are interesting and fun
 - ✓ Emphasis is placed on building a strong sense of team with the new Library Board



HPL STRATEGIC PLAN 2023-2026

Words added in 2023 *appear in blue*.

- New Strategic Plan approved May 2023
- **Mission Statement** (*Updated*) – Freedom to **Belong and** Discover
- **Vision Statement** (*New*) - **A vibrant and welcoming community place where people learn, connect, share and discover.**

Introduction to the Strategic Plan

As Staff work with the Library Board, Council and other stakeholders to advance these priorities, we will be mindful of the **urgency** and **seriousness** of some of our City's challenges. The City has declared **states of emergency** around **homelessness, mental health** and **the opioid crisis**. Recent events point to the urgent need for fundamental changes if we are going to **reduce risks** from **climate change**.

Addressing these challenges requires **long-term, collective action**. As a trusted partner HPL is well equipped to contribute to collaborative solutions. We will face the challenges people in our community are experiencing with **persistence, courage** and a **focus on finding common ground**. We will **advance reconciliation** with our **Indigenous neighbours** as we create **positive alternatives** to the voices of hate, fear and division.



CORE HPL VALUES

Words added in 2023 appear in blue.

- **Accountability** - Ensuring services remain relevant and that resources are managed effectively and transparently. We listen to the community and we communicate our rationale for decisions.
- **Inclusion** - Creating trusted services and spaces that welcome and value everyone. We celebrate the varied cultures and histories of Hamiltonians. Equity informs our program design, so we can create fairer access to opportunities and help build a more just society.
- **Innovation** - Anticipating and responding to changing needs and technology by continually adapting our work to remain relevant. We meet new challenges by gradually shifting resources to build capacity in areas of growing need. We are a leader in integrating sustainability into our planning and actions.
- **Intellectual Freedom** - Providing free access to a wide range of ideas and artistic expressions. Ensuring residents have appropriate digital access and skills to flourish in the current economy and society. We nurture conversations that enhance mutual understanding and learning.
- **Respect** - Supporting the value and dignity of all individuals. We work to support residents in overcoming the legacies of colonization, racism and other forms of discrimination.



STRATEGIC PRIORITIES

Words added in 2023 appear in blue.

1. Connecting to Community - HPL welcomes everyone and strives to create spaces where people feel respected and included. We will continue to be **a leader in fostering belonging and enhancing mutual understanding**. Our physical and digital spaces will be inviting and accessible. Our **collections, programs and services** will be **reflective of the communities we work with**. We will **actively pursue partnerships** with aligned organizations to **increase our impact sustainably**.

2. Relevant and Responsive - HPL advances **our core library values** as we embrace our **evolving role in supporting digital access and literacy**. We maintain strong physical collections as we grow digital services. Our spaces will be modern, accessible **and increasingly energy efficient**, as we use our operations to **model sustainable solutions**. We are engaged provincially and nationally as a leading library that works collaboratively to create policies and agreements which ensure fair access to copyrighted works in all formats



STRATEGIC PRIORITIES

3. Learning Organization - HPL continuously seeks more effective ways to create a **resilient** and **learning organization**. **Staff development** is a continuous focus, so that we can **meet the changing societal, technological and information needs of residents**. We continue to focus on reducing barriers and ensuring our services are simple to navigate. We look for new ways to do outreach and promote the awareness and use of our services.