



BYLAWS OF
THE EASTERN COUNTIES REGIONAL LIBRARY BOARD

The Board's by-laws were initially approved on March 10, 1970 and amended February 22, 1978, September 9, 1992, and September 29, 1993, June 24, 2021, and January 18, 2023.

Article I.

NAME:

This body shall be known as the Eastern Counties Regional Library Board (hereafter referred to as the Board) and shall operate under the terms of the *Libraries Act*, Chapter 254, Revised Statutes of Nova Scotia, 1989, and amended 1990, c. 32; 1990, c. 19, ss. 44, 45; and 2011, c. 65.

Article II.

OBJECT:

The responsibility of this Board shall be to provide, promote and regulate good public library service to the residents of the participating municipalities.

Article III.

COMPOSITION OF THE BOARD:

1. The Regional Library Board shall consist of:
 - a) one member appointed by each one of the seven participating municipal units. A municipality may appoint an alternate representative, and
 - b) two members are appointed by the Governor in Council, under Section 10 (2) b of the Libraries Act.
2. The members appointed by a town or rural municipality shall hold office for a period of one, two or three years, as determined by the appointing municipality. A member appointed by the Governor in Council holds office for such term as the Governor in Council prescribes.
3. Section D. In accordance with the Libraries Act of NS Section 10 (2) (c) additional members [can be] appointed in such manner and number as the parties to the agreement agree, the Regional Library Board can appoint additional Citizen Representatives to the Board, if the majority of the Board Members agree on the appointment. Citizen appointees hold the same rights to vote and can be officers of the Board if so voted.

Article IV.

OFFICERS:

1. The officers of the Board shall be the Chair, Vice-Chair, Treasurer and Chief Executive Officer.
2. The Chief Librarian is the Chief Executive Officer (C.E.O.).
3. The signing officers of the Board shall be the Chair, Treasurer and Chief Executive Officer. In the absence of the Chief Executive Officer, the Acting C.E.O. has signing authority.

4. The Chair, Vice-Chair and Treasurer shall be elected by majority vote at the annual meeting of the Board and shall continue in office for one year or until their successors are elected and installed.
5. The Chief Executive Officer
 - a) shall keep the records of the Board,
 - b) shall advise on meetings, and
 - c) shall convey appropriate materials to members of the Board.
6. The Chief Executive Officer, who may be assisted by a Recording Secretary, prepares the minutes of the Board meetings and is responsible for the carrying out of any directives given by the Board.

Article V.

COMMITTEES:

1. Executive Committee: The Executive Committee shall consist of the Chair, Vice-Chair, Treasurer and Chief Executive Officer.
2. Human Resources Committee:
 - 2.1 The Human Resources Committee shall be a standing committee of three members appointed at the Annual Meeting.
 - 2.2 The duties of the Human Resources Committee shall be:
 - a) To review and make recommendations to the Board concerning policies regarding employee conditions of work, benefits, salaries, and COLAs.
 - b) To act as search committee in the hiring of a Chief Librarian.
 - c) To provide performance management feedback to the Chief Librarian.
 - d) To provide arbitration in employment disputes when complaints have been communicated through proper channels and procedures as outlined in the Human Resources policy and a written appeal has been submitted to the Human Resources committee.
3. Standing or Ad Hoc Committees: The Board may appoint such other standing or ad hoc committees as it deems necessary.
4. The Chair shall be an ex-officio voting member of all committees. The Chief Executive Officer shall be a non-voting member of all committees.

Article VI.

MEETINGS:

1. The Board shall hold a minimum of one meeting every quarter.
2. Regular meetings of the Board shall be open meetings, except when the Board declares the meeting, or part of the meeting, closed.
3. The May/June meeting shall be the Annual Meeting.
4. Special meetings may be called by the Chair or in his/her absence the Vice-Chair, or at the written request of five members of the Board.
5. No business may be discussed at a special meeting except that for which the meeting was called, unless there is unanimous consent among those present.
6. When the Board determines that matters should be dealt with in the absence of the public, a motion to move into in-camera session must be moved, seconded and approved by majority vote. At the conclusion of the in-camera meeting, a motion must be moved, seconded and approved by majority vote to return to public session and a motion to confirm motions approved in-camera shall be passed.
7. Board members will maintain the confidentiality of the documentation distributed for and the discussion which occurred during an in-camera session.
8. For In-Camera meetings, the Board takes guidance from Section 22(2) of the Municipal Government Act (MGA). Items considered for In-Camera sessions are matters relating to:
 - Acquisition, sale, lease and security of property
 - Human Resources matters
 - Labour relations
 - Contract negotiations
 - Litigation or potential litigation
 - Legal advice eligible for solicitor-client privilege
 - Public security
 - Intimate matters, financial or otherwise, where the consequence of public disclosure outweighs the desirability of holding the meeting in public
9. The routine of business for In-Camera meetings of the Board shall be as follows:
 - Approval of Agenda

- Approval of Minutes of previous meetings
- Business Arising / Unfinished Business
- New Business
- Other Business
- Move to Regular Session

10. The Secretary shall list In-Camera agenda items at the end of Regular agendas, which shall be identified by the type of matter to be discussed, with additional information, where possible, to further identify the item but not as to disclose the confidential information.

11. A quorum shall consist of a majority of the members.

12. In the absence of the Chair and the Vice-Chair at any regular or special meeting, the meeting shall be presided over by one of the members of the Board chosen by the meeting for that purpose.

13. The Board sets remuneration for attendance at board meetings and pays travel expenses in accordance with the provincial mileage rate. Other types of compensation to board members may also be decided upon.

14. Meetings Held Electronically. Except as otherwise provided in these bylaws, meetings of the Board shall be conducted through use of Internet meeting services designated by the Chair. These meeting services must allow for all members to hear and see each other at the same time. These electronic meetings of the Board shall be subject to all rules adopted by the Board, to govern them, which may include any reasonable limitations on, and requirements for, Board members' participation. Any such rules adopted by the Board shall supersede any conflicting rules in the parliamentary authority but may not otherwise conflict with or alter any rule or decision of the Board.

Article VII.

VOTING:

1. An absent member may not vote by proxy.
2. If a town or rural municipality has officially appointed an alternate representative, the alternate representative may, in the absence of the official member, attend the meeting and vote.
3. All members present, including the Chair, are entitled to vote, and in the event of a tie vote, the motion is defeated.

Article VIII.

AMENDMENT:

Amendments to these By-Laws may be made at any regular meeting providing that each member has received notification in writing at

least ten working days prior to the meeting at which the voting is to take place. A motion to amend the by-laws shall be carried by a two-thirds majority of Board members present.

Article IX.

PARLIAMENTARY AUTHORITY:

Robert's Rules of Order revised, when not in conflict with these by-laws, shall govern the proceedings of the Eastern Counties Regional Library Board.