

CUMBERLAND REGIONAL LIBRARY BOARD

By-Laws

February 2004; Amended June 2011; Amended November 2011; Amended April 2015;
Amended September 2020

Table of Contents

Article I	NAME
Article II	MISSION
Article III	MEMBERS
Article IV	OFFICERS: Section A – Officers Section B – Chief Executive Officer and Secretary to the Board Section C – Election of Officers Section D – Presiding at Meetings Section E – Signing Authority Section F – Notice of Meetings, Records, Minutes, etc.
Article V	MEETINGS: Section A – Date of Meetings Section B – Special Meetings Section C – Annual Meeting Section D – Quorum Section E – Travel Expenses
Article VI	COMMITTEES
Article VII	VOTING: Section A – Motions at regular Board meetings Section B – Motions by way of e-mail
Article VIII	ENDOWMENT FUND
Article IX	PARLIAMENTARY AUTHORITY
Article X	AMENDMENTS

ARTICLE I NAME:

This body shall be known as the Cumberland Regional Library Board and shall operate under the terms of the Libraries Act and Regulations, c.254, Revised Statutes of Nova Scotia 1989, as amended from time to time and agreements entered into under the Act.

The Cumberland Regional Library Board manages and operates the “Cumberland Public Libraries”, a body corporate pursuant to the Libraries Act of Nova Scotia.

ARTICLE II MISSION:

To promote life-long learning and recreation, fostering an appreciation of literature at all ages, by providing free access to the world of media and technology to the residents of Cumberland County.

ARTICLE III MEMBERS:

- Section A - The Library Board shall be made up of one representative from each participating municipal funding unit.
- Section B - The Province of Nova Scotia shall be represented by two members on the Board.
- Section C - Additional representatives shall be appointed with the agreement of all member parties.
- Section D- Each appointing body has complete discretion in its appointments to the Board within the following guidelines: no current staff member of the CPL shall be appointed to the Board; no former staff member of the CPL shall be appointed to the Board within a period of 5 years from the date of the separation from service with the CPL; and no Board members shall be re-appointed to the Board if they have failed to attend at least 50% of the regular, special and Board committee meetings in the previous year unless absence was due to a justifiable cause.
- Section E- All members are expected to adhere to the CPL Library Board, Staff, and Volunteer Code of Conduct and Conflict of Interest Policy

ARTICLE IV OFFICERS:

- Section A - The Executive Committee shall be the Chair, Vice-Chair and Treasurer.
- Section B - The Regional Librarian shall act as Chief Executive Officer and

Secretary to the Board. The Regional Librarian shall be an ex-officio member of the Board.

- Section C - Election of Officers.
The Executive shall be elected by majority vote of the members present at the Annual Meeting of the Board held in April.
- Section D - Presiding at Meetings.
The Chair shall preside at all meetings of the Board.
In the absence of the Chair, the Vice-Chair shall preside at any regular or special meeting of the Board. In the absence of the Chair and the Vice-Chair, the meeting shall be presided over by the Treasurer.
- Section E - Signing Authority.
The signing officers shall be any 2 of the following: Chair, Treasurer, Chief Librarian, Deputy Chief Librarian; however, of the 2 persons one must be a Trustee and one must be either the Chief Librarian or Deputy Chief Librarian.
- Section F - Notice of Meetings, Records, Minutes, etc.
The Chief Librarian shall keep the records of the Board, shall advise on Meetings, and convey appropriate materials to members of the Board, and perform such duties as may properly belong to this office or be delegated by the Board.

ARTICLE V MEETINGS:

- Section A - Meetings.
The Board shall hold not fewer than 5 regular meetings in any fiscal year. These meetings shall be held in April, June, September, November and February.

Meetings may be attended in person, by telephone, or by other electronic means with approval of the Chair.
- Section B - Special Meetings.
Special meetings may be called:
a) by the Chair
b) by the Vice-Chair in the absence of the Chair
c) by the majority of the Board at any regular meeting.
- Section C - Annual Meeting.
The Annual Meeting shall be held in April. The Election of Officers is held at this meeting, and a draft budget for the coming fiscal year will be presented to the Board.

Section D - Quorum.
At any meeting of the Board, or by an e-mail vote, half of the members duly appointed, plus one, shall constitute a quorum. If any such number results in a fraction, it shall be rounded down to the nearest whole number (example: appointed membership is 5, a quorum is 3).

Section E - Mileage.
Board members are paid mileage for travel to meetings and library-related conferences based on the prevailing Provincial rate.

ARTICLE VI COMMITTEES:

Section A- The Board may appoint ad hoc committees as from time to time as it deems necessary. These committees may also include staff and public representatives, as well as outside experts if relevant to the needs of the committee. Ad hoc committees are to serve until the final report of the work for which they were appointed has been filed with the Board.

ARTICLE VII VOTING:

Section A- Motions at regular Board meetings
Motions at a duly constituted Board meeting shall be carried by a majority of the members present. The Chair has a vote. In case of a tie, the motion is not carried.

Section B- Motions by way of e-mail
If a decision must be made between meetings of the Board, an e-mail vote may be taken, if all members agree, and provided the following steps are taken:

a) The Board Chair or the Chief Librarian will provide the reason for the e-mail vote and relevant information. All members need to reply and indicate their agreement to proceed by way of an e-mail vote, whereupon 2 members have to formulate, move, and second a motion, which shall then be sent to all members. If a member is unable to participate due to illness or absence from the area or other cause, the reply of members who would be able to attend a meeting constitutes sufficient consent.

b) The Chair shall determine the number of days, not more than 5, available to respond and discuss by e-mail.

c) On the last of the days set, the Chair will call for an e-mail vote, within a certain time period set by the Chair.

d) Any members whose e-mail vote is not received within the set time will be regarded as having abstained.

e) Results will be disseminated to all Board Members via e-mail.

ARTICLE VIII ENDOWMENT FUND

An endowment will be held by the Cumberland Regional Library Board. The capital of this endowment fund shall be strictly preserved and shall be invested in accordance with the Board's directions.

Section A- Funds

Funds placed into the endowment fund will come from:

- a) All testamentary gifts or donations of any kind which are either specifically designated for the Endowment Fund or which are described restrictively for the income to be used only and not the capital.
- b) Surplus funds that have been designated by the board to become part of the Endowment Fund.

Section B- Use of income

The income of this Endowment Fund, or so much of it as the Members of the Board deem advisable from time to time, may be used for the general purposes of the Board.

Section C- Emergency provisions

In the case of a fiscal emergency and with the unanimous consent of all Members of the Board, the capital, or a portion of it, may be borrowed or spent to alleviate the emergency or to preserve the continued existence of the Board.

ARTICLE IX PARLIAMENTARY PROCEDURE:

The Standard Code of Parliamentary Procedure by Alice Sturgis, will be used as reference.

ARTICLE X AMENDMENTS:

Amendments to these bylaws may be made at any regular meeting by majority vote of those present, providing that each member has received notification in writing of the specific proposed amendment at least thirty (30) days prior to the regular meeting.