



2019 SPRING MEETING AGENDA

May 7, 1 – 5 pm

The Meeting Room @ Surrey Guildford Library

Tuesday, May 7
1:00 - 3:00 BUSINESS MEETING
1:00 – 1:10 Welcome and introductions 1. Approval of agenda
2. Consent Agenda 201. Approval of September 27, 2018 minutes 202. Correspondence 203. BCLTA Report
1:10-1:55 3. Chair's Report 301. Societies Act and By-Laws 301. Record Storage 302. Budget Lock Up and Funding Request
1:55-2:10 4. Business Arising from the Minutes 401. Connectivity Report 402. Treasurer Transition

2:10-2:40

6. New Business

- 601. Barrier for Small Libraries to Attend Trainings and Meetings
- 602. Fall Professional Development Day
- 603. 2019 ABCPLD Priorities

2:40-2:55

7. Committee Reports

- 701. Website Review Committee -- Scott Hargrove
- 702. Nominations Committee -- Marc Saunders
- 703. Membership Committee -- Karen Hudson

2:55-3:10

8. Treasurer's Report – Susan Walters

- 801. 2018 Income Statement
- 802. 2019 Proposed Budget
- 803. 2019 Jan 1- May 1 Income Statement

3:10-3:25 ANNUAL GENERAL MEETING

1. 2019-2021 Executive Officers—Election

The Secretary is up for election for a two-year term.

The ABCPLD Nominations Committee will present candidates willing to stand for election. Further nominations may also be made from the floor.

2. Director of Excellence Award

3:25-3:30 COFFEE BREAK

3:30-4:00 INVITED GUESTS AND REPORTS ON NATIONAL PRIORITIES

3:30-3:50

10. BC Partner Orientations and Updates

- 1001. BCLA -- Annette DeFaveri
- 1002. BCLTA -- Babs Kelly

3:50-4:00

11. Reports on National Priorities

1101. CFLA-FCAB—Scott Hargrove/Susan Walters

1102. CULC—Scott Hargrove

1103. LAC—Scott Hargrove

4:00 – 4:05 Next Meeting

12. Date and Location

Tbd- Fall 2019

4:05-5:00

5. Closed Session

5:00 Adjournment

5:30 pm – Refreshments / Dinner at TBD



ASSOCIATION OF BRITISH COLUMBIA
PUBLIC LIBRARY DIRECTORS

2018 FALL MEETING AGENDA

28 September 2018

Clearbrook Library

FVRL

In attendance:

Jenny Benedict	West Vancouver	Deb Hutchison Koep	North Vancouver City
Jim Bertoia	Sparwood	Janet Marren	Prince George
Surinder Bhogal	Surrey	Toby Mueller	Lillooet
Hilary Bloom	Squamish	Don Nettleton	Okanagan Regional
Ursula Brigl	Cranbrook	Tina Nielson	Bowen Island
Heather Buzzell	Penticton	Beverley Rintoul	Rossland
Wanda Davis	Caribou Regional	Marc Saunders	Port Moody
Heather Evans-Cullen	Gibsons	Tracey Therrien	Nelson
Emma Gillis	Pemberton	Elizabeth Tracy	Whistler
Todd Gnissios	Coquitlam Public	Jacqueline van Dyck	North Vancouver District
Scott Hargrove	Fraser Valley		

**Business Meeting - called to order 3:35 Motion to accept agenda as amended: Deb Koep /Hilary Bloom
CARRIED**

1. Consent Agenda

- 1.1. Approval of May 8, 2018 minutes - Motion to accept: Marc Saunders / Tina Nielsen
- 1.2. Correspondence - none

2. Invited Guests and Updates

- 2.1. Libraries Branch Updates: Mari Martin. Mid-year update: refresh strat plan; update annual survey; working with BCLTA to update trustee orientation; outcome focus for programming, etc.; director orientation improvement and BCLA training survey update. Connectivity project: (a joint project with the branch and the BC Libraries Coop) report came out in Sept; conference call to come with Co-op; Reminder that October is Library Month and the will be a proclamation in the legislature.
- 2.2. BC Libraries Cooperative: Kevin Millsip N/A

3. Business Arising from the Minutes

3.1. Nominations Chair Vacant – Election of Chair: Marc Saunders by acclamation.

4. Chair's Report

4.1. UBCM Report - slide show which is available on the ABCPLD website; more interaction with ministry than expected; great collaboration between FVRL & Whistler and all the partners. We don't know which MLAs attended. Learning - local libraries to extend invitations to their MLAs in the future. There will be an FVRL ReadRadio podcast featuring the ministers comments coming out soon.

4.2. BC Public Library Partners - oral from Scott Hargrove; The BC Libraries Coop is taking the lead on the Connectivity Report. BCLA is taking the lead on the professional development survey. BCLTA report added to website after meeting.

5. Closed Session

6. New Business

6.1. GLAM Sector Symposium and Opportunities – Scott Hargrove on Behalf of Annette DeFaveri - will be at a different time from BCLA.

7. Committee Reports

7.1. Website Review Committee: Scott Hargrove: still in holding pattern

7.2. Nominations Committee: N/A

7.3. Membership Committee: Karen Hudson N/A

8. Treasurer's Report

8.1. Treasurer Transition: Scott Hargrove: Outgoing treasurer Audrey Fenneman and incoming treasurer Susan Walters are working on transitioning banking authorities, etc.

8.2. 2018 Jan 1-September 30 Income Statement: circulated. Balance sheet number is high because we haven't hired yet.

9. National Priorities

9.1. CFLA-FCAB: Jenny Benedict is on the strategic planning committee and went through the stake holders input questions to develop the ABCPLD answers. There will be an opportunity for individuals to answer at a later date

9.2. CULC: Scott Hargrove will attend a meeting next week with a written report to follow.

9.3. LAC: Maureen Sawa N/A. A written update to come.

10. Next Meeting: Date and Location - to be determined

11. Adjournment: Scott Hargrove 4:10pm



February 28, 2019

Mr. Scott Hargrove
Chief Executive Officer
Fraser Valley Regional Library

Dear CULC Member,

We would like to sincerely thank you for your continued support to the work of CFLA-FCAB over the last year.

Thanks to your contributions, both financially and in-kind, we were successful in engaging in many important issues to libraries in Canada. The following are some of the items we engaged in:

Advocacy

- CFLA-FCAB submitted its response to the Copyright Board Review in November 2017. In our brief, CFLA-FCAB noted that the public interest would be better served through the inclusion of a statutory process for interveners before the Copyright Board and establishment of a system for making funds available to ensure a broad range of interventions. We were the only organization to recommend this. We were extremely pleased to see in the October 2018 announcement that the government has implemented this as part of the new structure for the decision-making process.
- Issued a statement expressing concern about the US Federal Communications Commission Order calling for the end of protecting net neutrality.
- In 2018, we ramped up our advocacy activities in a few areas of interest for CFLAFCAB, meeting with 13 members of Parliament or senior officials in the year:
 - In February 2018 and again in December 2018 to discuss the copyright file with members of the INDU committee and our points on fair dealing, data management, Indigenous knowledge, technological protection measures and Crown Copyright. We also took the opportunity in our December meetings to raise awareness of the current issues related to e-books.
 - We were invited by CARL to join them in March for additional meetings with members of the INDU committee that focused primarily on fair dealing.
 - In May 2018 we met with senior staff from the Office of the Minister of Sport and Disabilities to discuss the accessibility file.
 - In August 2018 we met with a senior policy advisor to Minister Qualtrough to discuss the accessibility file and ways in which the funding in the budget announcement can be used.
- The 2018 Budget also saw some wins for a few of the items CFLA-FCAB has been advocating for over the past couple of years:
 - Pledging funding to support the construction and operations of a joint facility for Library and Archives Canada and the Ottawa Public Library. This is the federal share of the project with the balance paid by the City of Ottawa. It is expected to be completed in 2023; committing funds to address the issue of rural broadband access; commitments to reconciliation with Indigenous Peoples; and, increased funding to granting agencies.



- CFLA-FCAB continues to advocate for a Library Upgrade Investment Fund.
- On April 26, 2018, Victoria Owen and Katherine McColgan appeared before the INDU Committee in Ottawa as part of the Parliamentary Review of the Copyright Act.
- We created a toolkit, developed a micro-site, and helped coordinate appearances across the country for our members.
- In response to the new United States-Mexico-Canada Agreement (USMCA – now coined CUSMA in Canada), we issued a statement analyzing the effects of increasing Canada's term extension on copyright from life +50 to +70 years.

Committees

- Our **Copyright Committee** did a tremendous amount of work in developing position statements to be used in our advocacy efforts; Protecting Copyright Exceptions from Contract Override, Fair Dealing, Technological Protection Measures, Indigenous Knowledge and the Copyright Act, CUSMA.
- CFLA-FCAB, in partnership with CCUNESCO, National Centre for Truth and Reconciliation, National Film Board of Canada, and Library and Archives Canada launched a series of dialogues about reconciliation
- Carrying on from our work on the University of Alberta Indigenous Canada MOOC the University of British Columbia's Faculty of Education also launched a six-week MOOC in January 2018 entitled "Reconciliation Through Indigenous Education"
- The **Intellectual Freedom Committee** formed in early 2018 and held its first meeting in April 2018.
 - The committee agreed to adopt ALA's practice with regards to the Challenges Survey and is now making the survey available throughout the year so that challenges can be reported as they happen rather than reporting once a year.
 - CFLA-FCAB has also adopted the IFLA Code of Ethics and is encouraging others to do the same.
- We participated in the **Working Group on Alternate Format Materials for Canadians with Print Disabilities** that was struck by the Department of Canadian Heritage. A final report of that group was submitted to the government in March 2018. We would like to thank Teresa Johnson, Director, Research & Planning, New Brunswick Public Library Service, Training and Labour as our representative on the committee.
- The **Cataloguing and Metadata Committee** has begun work in a number of areas; a poster was prepared that outlines the work of the committee, its mandate, and areas of interest which is being used at various local and provincial conferences to raise awareness of the work of CFLA-FCAB in this area.
 - The committee is working with the Indigenous Matters Committee on the decolonization of subject headings and classifications.
 - Working to develop information sheets and tools to roll out the new RDA Toolkit.
 - Created a working group to assess Canada's readiness for the transition from MARC to BIBFRAME.
 - We have representatives on the RDA Board (who is currently the Board Chair), the Canadian Cataloguing Committee, and the Canadian Committee on Metadata Exchange.



- The **Indigenous Matters Committee** remains very active as well. Work plan deliverables are underway for 8 Medicine Wheel teams and 24 Working Groups
 - The Land- Logistics Medicine Wheel team was set up to provide assistance to the Chair and the Committee.
 - Works on meetings, agendas, minutes, communications, website, social media.
 - The White Team has been working to promote initiatives in all types of libraries to advance reconciliation by supporting the Truth and Reconciliation Commission (TRC) Calls to Action and to promote collaboration on these issues across all Canadian library communities
 - A survey has been drafted to collect data on these topics and will be sent to members shortly
 - The Black Team consists of the Best Practises, Indigenous Health Hub, Legal Helps, School Libraries and Accessibility Working Groups. The Best Practices Working Group is working to finalize an organizational schema for resources that are to be collected, as well as a Google Form specific to this task.
 - This group is working on an organizational schema for resources, the creation of a IMC wiki, the Indigenous Health Hub, a list of provincial and federal resources, and looking to see that IMC products and communications meet accessibility standards.
 - The Red Team is future facing and consists of Space, Design, Collections & Signage, indigenous Curriculum, Indigenous Knowledge Protection/Copyright, Subject Headings and Classifications Working Groups. Spaces, Design, Collections & Signage Working Group is creating a list of case studies for Indigenous library spaces focused on practical questions like budgets and community consultation.
 - The Indigenous curriculum working group is working to develop a community of practice, Indigenous knowledge protocols, group classification and subject headings,
 - The Yellow Team consists of the National Association, Contacts Database and Indigenous Heroes/Feather Award Working Groups.
 - Put together the proposal for NIKLA-ANCLA and held a consultation meeting in January, maintain a database of contacts, and are developing a program to recognize and honour influential Indigenous leaders in libraries, archives and cultural memory institutions.
 - The Green Team consists of the Truth & Reconciliation Commission – Task Force (TRC-TF), Indigenous Languages, Information Technology & Digital Initiatives and Cultural Memory Working Groups.
 - Air - Communications Team has been active in creating a Facebook and Twitter accounts as well as developing a quarterly newsletter to keep those interest in Indigenous librarianship, archives and cultural memory preservation and language reactivation informed using Mailchimp in accordance with anti-spam legislation.
 - Water - Blue Team is a team for the Elders/Traditional Teachers and Future Leaders Team which is meant to pair Elders and Traditional Teachers with new professional under 5 years to support the next generation of Indigenous leaders and facilitate the inter-generational transfer of knowledge.

IMC-CQA Chair, Camille Callison, completes her term both as the Indigenous representative to the Board and as Chair at the 2019 AGM becoming Past-Chair. In order to maintain a smooth succession, Colette Poitras, who has been a Vice-Chair for the past year, will become Chair and Stacy Allison-Cassin will become Vice-Chair and has been nominated for Indigenous



representative to the Board for a two-year term.

Other Activities

- We held our first National Forum in Regina, Saskatchewan in May 2018 and we would like to sincerely thank CULC for your support in making the Forum such a success. We look forward to working together on future forums.
- As like many other organizations, CFLA-FCAB continues to be an active participant in the LAC Stakeholders Forum, as well as the GLAM meetings.
- LAC hosts a number of lunchtime sessions entitled "Signature Series" where they bring in well known individuals for a Q&A session. Katherine McColgan had the opportunity to see Jean Chrétien, Brian Mulroney and, Joe Clark amongst others
- We also participated in the IFLA Global Visioning Workshop held in Ottawa in Spring 2018
- I attended a panel discussion at LAC as part of the Facebook Canada's Hard Questions Roundtable Series on misinformation online
- We are engaged in discussion with the new Fédération de milieu documentaire (FMD) (formerly ASTED) on potential partnerships for our two organizations moving forward
- We partnered with FMD in the planning and execution of the Canadian Caucus meeting at IFLA in Kuala Lumpur.
- We have engaged in active discussions and meetings as part of the Sustainable Industry Association Forum which brings together association leaders to hear from key government officials and share activities, good practices, and challenges as they relate to sustainable development and support for the UN SDGs.
- We put out a survey to collect data relating to the National Union Catalogue and the transfer to Voilà. The results are currently being analyzed with a report forthcoming.
- We continue to meet twice yearly with The Partnership: Canada's National Network of Provincial and Territorial Library Associations. We also met and presented to The Provincial and Territorial Public Library Council (PTPLC) in 2018.

Organizational

- We hired a part-time clerk to help with communications and primarily relating to communiqués, website, graphic design, and general office support.
- We began our strategic planning process and are aiming to have a final strategic plan in place before the end of this fiscal year (August 2019).
- Governance was a priority in 2018 with work on the by-laws and the revision and creation of policies to ensure a sound foundation for the organization.

Moving forward in 2019 there is still much work on many of these files that need to continue.

We have begun preparing an Elections Platform Campaign. Although in the preliminary stages, we have a very aggressive timeline and a number of tools and resources to develop to support our members in discussions with local MPs and MPPs as we head to elections this fall.

We will also be finalizing our strategic directions and will be working on an operational plan to support the directions.

We have been working over the last year and will continue to explore ways in which to increase



Canadian Federation of Library Associations
Fédération canadienne des associations de bibliothèques

revenues for the Federation to provide stable footing and sustainability as an organization.

With regards to our National Forum, although we have not partnered with a member association in 2019, we are pleased to announce that our next National Forum will be held in conjunction with the Manitoba Library Association in Winnipeg in April 2020. We are so very happy to know that once again, CULC has agreed to support us by holding your Spring meetings in conjunction with this conference. We will be working to put together an organizing committee in the coming months.

I would like to personally thank all CULC members for their continued support. I would especially like to thank Jeff Barber, member of the Executive Planning Committee and moderator at the 2018 National Forum; Vickery Bowles, who was instrumental in the creation of the IF panel at the Forum and for her participation on both the Intellectual Freedom Committee and the Strategic Planning Working Group, Christina De Castell, Vice Chair of the Copyright Committee; Scott Hargrove, AI panellist that was part of the 2018 National Forum; Pilar Martinez, IF panellist that was part of the 2018 National Forum; Paul Takala, longstanding Board and Executive member and member of the Intellectual Freedom Committee.

We hope that you will continue your support to CFLA-FCAB to help stay involved in these very important discussions.

Sincerely,

A handwritten signature in blue ink that reads "Alix Stefanko". The signature is fluid and cursive.

Alix-Rae Stefanko,
Chair, CFLA-FCAB

----- Forwarded message -----

From: **Martin, Mari EDUC:EX** <Mari.Martin@gov.bc.ca>

Date: Thu, May 2, 2019 at 9:38 AM

Subject: Libraries Branch Update May 2019

To: L_educ_library_directors@lists.gov.bc.ca <L_educ_library_directors@lists.gov.bc.ca>

Cc: kevin.millsip@bc.libraries.coop <kevin.millsip@bc.libraries.coop>, execdir@bcla.bc.ca (execdir@bcla.bc.ca) <execdir@bcla.bc.ca>, Barbara Kelly <execdir@bclta.ca>, Andrea Freeman <andreamfreeman@gmail.com>

Dear Library Directors,

This month brings news about changes to the timing of the funding for libraries, important reminders about reporting deadlines, a new ministerial home for the Libraries Branch and a few government initiatives that might interest you.

I look forward to taking part in the BC Libraries and Beyond Hope Library Conferences this spring, as well as the BCLTA and partners' BC Public Libraries Summit and the inaugural New Director workshop in Northern B.C. I hope to see you at some of these inspirational training, development and learning opportunities. Adrienne, Lina and I will be various events next week and we look forward to meeting in person.

Read on to learn more about important provincial initiatives and programs. As well as an update on some of coming and goings.

Mari Martin. Director, Libraries Branch Ministry of Education.

Inside you will find:

1. Libraries Branch Updates
2. B.C. Government Initiatives
3. Updates from the Field

Libraries Branch Updates

Important Reporting Deadlines

- **Statement of Financial information (SOFI)**

Deadline: May 15, 2019

Instructions, information, forms and templates for the **2018 SOFI** can be found in the [Reporting and Accountability](#) section of our website.

- **Annual Survey of B.C.'s Public Libraries**

Deadline: May 15, 2019

The 2018 Annual Survey of Public Libraries is **now open** and will run until **May 15, 2019**. Access the survey via the [Counting Opinions](#) website. If you are having trouble accessing the website, or have not received your log-in information, email us at LLB@gov.bc.ca.

Public Library Grants Report: Update

Thank you very much for your Provincial Public Library Grants Report (PLGR) submissions. As we read through them, we continue to be inspired by public library staff's dedication and hard work in delivering innovative, inclusive and engaging content and programming to British Columbians. The PLGR provides the Ministry with an important annual portrait of the trends, successes and challenges in public libraries. It also guides us as we set our strategic priorities. As well, we would like to thank the libraries who submitted success stories. In terms of next steps, we are developing a plan to showcase these contributions publicly through our website.

Grant Allocations

The B.C. Government recognizes that receiving funding early in their fiscal year provides stability to public libraries. That is why Budget 2019 foreshadowed changes to the timing of the grant allocations to public libraries. As a result, public libraries received funding at the end of March. The grant award letters, which provides direction on the use of these funds, were sent to Library Board Chairs through the Library Directors listserv on March 29, 2019.

For more information about the 2019 grant allocations, download the [Public Libraries Provincial Grants Allocations](#) document from our website.

Special Note: As indicated in Budget 2019, there will be changes to the timing of funding over the next three years. The Libraries Branch will communicate more about this timing as soon as the information is available to us. If you have questions, please contact us at LLB@gov.bc.ca.

Comings and Goings: Ministry of Education Re-Organization

The Assistant Deputy Minister of the Teacher Regulation, Independent Schools and Libraries Branch (TRIPL), Paul Squires, has accepted a new position with the Premier's office. As a result, the Ministry has made some adjustments to the reporting relationships that impacts the Libraries Branch. We are excited to announce the Libraries Branch team has joined the **Learning Division** under Assistant Deputy Minister Jennifer McCrea with support from Executive Director Tim Winkelmanns. **The Learning Division's current strategic priorities include supports for Student Wellness and Safety and Mental Health, Indigenous Education, Inclusive Education, Early Years and Child Care.** Jennifer is looking forward to engaging more with the library community and has already briefly spoken to the Public Library Advisory Group.

This structural re-organization only affects our internal reporting relationships. For all intents and purposes, it is business as usual! Mari Martin remains Director of the Libraries Branch where she continues to play a key role in supporting public libraries and the community literacy portfolio. Some of you may be interested in Jennifer and Tim's background and work. Their biographies are below.

Introducing Assistant Deputy Minister Jennifer McCrea

Jennifer leads the Learning Division at the Ministry of Education. She is a motivator and a strategic communicator who achieves success by building skilled teams, articulating a vision and implementing an effective plan of action. She is passionate about creating strong collaborative relationships.

Jennifer's team supports transforming education to ensure B.C. students remain among the best in the world. Through their leadership, the Learning Division supports school districts in the areas of Early Learning, Indigenous, Inclusive and French Education and has responsibility for student safety and wellness in the province with a strong focus on mental health.

She has recently worked with Harvard Graduate School of Education, Global Education Leaders Program and OECD.

Jennifer has been with the BC public service more than 25 years. Her daughter is currently studying at the University of Victoria.

Introducing Executive Director Tim Winkelmanns

Tim is an Executive Director for Strategic Priorities in the Ministry of Education's Learning Division. His educational qualifications are Bachelor of Education (Secondary Math & Biology, UVic, 1984), Master of Arts (Computer Applications in Education, OISE, 1989), and Doctor of Education (Educational Leadership, University of Calgary, 2014). He began working with the Ministry of Education in 1989. During most of his public service career, his focus has been on educational technology and distance learning. Since 2012, he has led Ministry initiatives for the new graduation program, skills and trades training, adult education, and early learning.

Reminder - Keep Your Library Contact Information Current!

Why is it important?

- We share important updates and opportunities throughout the year.
- We send official correspondence or topical messages (e.g., interlibrary loans or audiobooks) to library directors.
- We provide mailing addresses and general library contact information to the public when requested.

How can I update my contact information?

- On the [Counting Opinions](#) website through the **Contact Information Survey**. This survey does not close, so you can update your library's account information at any time.

What information do I need to keep current?

- Organizational information (shipping address, main phone number, etc.).
- Staff information (name and email address for directors, interlibrary loan staff, and library statistics staff).
- Board information (board chair name and email, number of board members, and board member names).

If you have any trouble accessing the survey, send us an email at LLB@gov.bc.ca

More French eContent for B.C.

With the growing popularity of French Education programs there is also an increasing demand for more and better French content in B.C.'s public libraries. To address this need, the BC Libraries Cooperative (BCLC) received \$21,500 for the purchasing and promotion of French language eBooks and eAudiobooks through the [Canada – B.C. Agreement on French Language Services](#) administered by the [Francophone Affairs Program](#).

Library2Go's current collection contains 157 French language eBooks and 13 French language eAudiobooks. The grant allows Library2go to increase its French econtent by more than double. This will support B.C. Francophone and French Immersion communities, especially in smaller and rural areas throughout the province, by providing them with more French content. BCLC will also provide support to help promote the new collection and work within the membership to support collection development.

For more information please contact Laurie Davidson, BCLC Emerging Initiatives Coordinator at laurie.davidson@bc.libraries.coop

B.C. Government Initiatives

Poverty Reduction Strategy

British Columbia's first poverty reduction strategy, TogetherBC, outlines programs and initiatives that will help reduce overall poverty in the province by 25%, and cut child poverty by 50% over the next five years.

For more information and/or to download the whole publication, visit the [TogetherBC, British Columbia's First-ever Poverty Reduction Strategy](#) website or check out the [news release](#).

BC Career Guide for Indigenous People 2018 Edition

WorkBC has launched the revamped [BC's Career Guide for Indigenous People, 2018 edition](#).

The new guide offers several great enhancements:

- Updated labour market information and a list of training opportunities, with updated written and visual content for ease of use.
- More tools and activities for engagement
- more career exploration and job search information, including resume, cover letter, interview and reference preparation.
- Links within the Guide to relevant URLs and a phone list for post-secondary institutions, including Indigenous-run adult and post-secondary educational institutions.

In April library directors received an email from the Libraries Branch regarding the distribution of this updated guide. Libraries should be receiving copies of this useful resource soon!

You can [download the Guide online](#) or order additional print copies from WorkBC.ca/Indigenous.

For more information please contact WorkBC at wbcinfo@gov.bc.ca.

Improving Internet Access

Government is making the largest investment in connectivity in the province's history, with \$50 million to expand high-speed internet service for people living in approximately 200 rural and Indigenous communities.

The Columbia Basin Broadband Corporation (CBBC), a wholly owned subsidiary of Columbia Basin Trust, is receiving \$4.8 million in provincial funds for two new projects to improve broadband access in rural areas.

For more information visit the [Columbia Basin Trust](#) website and the [Northern Development Initiative Trust website](#).

In addition, the B.C. Government has recently announced changes to the [Local Government Act](#). By designating high-speed internet as an essential service, regional districts now have the ability to provide capital financing to businesses for the purpose of expanding high-speed internet to underserved areas.

New releases:

- [Province makes historic investment in rural internet service](#)
- [Improving internet access for people in the Kootenays](#)
- [Rural B.C. to benefit from expanded high-speed internet](#)

Updates from the Field

Literacy as a Poverty Reduction Strategy

Frontier College

In March 2019, [Frontier College announced their National Research Report on Literacy and Essential Skills as a Poverty Reduction Strategy](#). The report, funded by the Government of Canada's Adult Learning, Literacy and Essential Skills Program and authored by the Social Research and Demonstration Corporation (SRDC), reveals how increased literacy enables Canadians to move out of poverty and recommends that governments should recognize literacy as a human right.

[Read the Summary Highlights](#)

[Read the Full report](#)

<END>

Mari Martin

Director, Libraries Branch | BC Ministry of Education (Victoria)

Toll Free (BC only): 1.800.663.7051 | Office: 250-886-2584



BCLTA

British Columbia
Library Trustees
Association

Annual Report

2018 / 2019

Representing and amplifying the voices of public library trustees to provincial, strategic, and partner initiatives

Supporting effective public library governance

Connecting with public library trustees to build their professional network and to share their priorities and stories with each other, with supporters, and with decision makers

Libraries... Looking Back, Looking Forward



Jerrilyn Schembri, BCLTA President.

When I was elected as President of BCLTA, it felt very surreal. There were many people who were much more knowledgeable that could lead BCLTA. I worried that I didn't have the knowledge to be effective.

But while there are some that are more knowledgeable, what I bring to the position is unmatched passion. Passion to make BCLTA a stronger, more effective group. Passion to see libraries remain not only sustainable but indispensable to our communities.

This past year has been filled with success and growth thanks to our amazing staff of two (both working only part time), and our dedicated and passionate board.

When I initially joined the board, it seemed we were a board trying to define itself. Over several years we spent much time trying to determine who we were and how we could be effective. I remember saying at a meeting three years ago “we need to quit naval gazing and looking at who we are and start looking outward and taking action”. Since then, we have done significant work with the BC Public Libraries Partners to move libraries forward in BC, signed a Letter of Understanding with BC School Trustees Association, and are getting BCLTA out there through the building of relationships with other organizations, thanks to the work of our executive director.

Working with others and building relationships brings value back to the BCLTA membership. After all, isn't that what Library boards and BCLTA are all about? This approach to BCLTA work is long overdue and gives us a collective voice when bringing ideas and issues to the provincial government, the Minister and the Libraries Branch. This past year along with there being BCLTA staff and Libraries Branch staff collaborations we have had governance to governance meetings with Deputy Minister Scott MacDonald and Minister Fleming. Never before have we had these types of regular meetings.

The other thing I want to mention, which focus on direct benefit to our membership are some of our new and updated services such as the Trustee Orientation Program, the website, and the monthly Bulletin. We are proud to offer these resources to our membership which we see as ways to deepen connections and provide trustees with responsive services and resources.

Overall the past two years were amazing and a time of growth as an association. Looking forward, what do we expect to see?

In the future, I see BCLTA continuing along this path, building stronger relationships with our membership, Library Partners and government. The thing that is different about our membership is that they are mostly volunteers or appointed elected officials, they are unpaid and many feel, as I did, ill-equipped to advocate, support, govern and protect this important institution called the public library.

While some public libraries in BC are adequately funded and thriving, others operate on very small budgets and worry every year about how to fund what the community needs from the library. Whichever library type you represent and wherever your library is in BC, you as a trustee have very important responsibilities; you work through budgets, you read agendas and make important decisions for the betterment of your library, you promote your library and staff, and most importantly, you care about what happens in your library and your community.

I personally want to thank you for the work you do in your local public library, for your years of unpaid service and time taken away from your friends and family to serve in this capacity. I want to tell you that I have personally spoken to the Minister and Deputy Minister and told them how valuable each of you are and how you are a provincial resource that is often under appreciated.

So here's to you!! Thank you for giving of yourself. You are an unsung hero!!

Jerrilyn Schembri
BCLTA President

BCLTA Board of Directors



Jerrilyn Schembri
President 2017-2019
Tumbler Ridge Public Library
On the BCLTA board since 2013



Mike Gagel
Vice President 2018-2020
Prince George Public Library
On the BCLTA board since 2016



Rhonda Sherwood
Treasurer 2018-2020
Vancouver Public Library
On the BCLTA board since 2018



Barry Avis
Director 2018-2019
Vancouver Island Regional Library
On the BCLTA board since 2018



Matthew Boyd
Director 2017-2019
Greater Victoria Public Library
On the BCLTA board since 2017



Ernie Ingles
Director 2017-2019
Penticton Public Library
On the BCLTA board since 2015



Austin Uzama
Director 2018-2020
Surrey Libraries
On the BCLTA board since 2018



Melanie Wilke
Director 2017-2019
Terrace Public Library
On the BCLTA board since 2017

BCLTA Membership

There are over 700 community leaders and local government officials who sit on public library boards across British Columbia.

They represent their communities and govern a cherished public institution with a commitment to fiduciary responsibility and with skills in organizational leadership and development, financial oversight and development, board process and governance, risk assessment, and problem solving.

For their communities, they are ambitious, creative, steadfast and determined; they are protectors of intellectual freedom, privacy, and equitable access; and they are champions of reconciliation, diversity and inclusivity, and life-long learning.

BC public library trustees are proud of their communities and the work of their libraries. Over the past year BCLTA has been proud to support their work and to share their stories through the monthly Bulletin.

#ProudTrustee

In 2018 BCLTA adopted the use of #ProudTrustee from Kyla Epstein, past VPL Board Chair and BCLTA Director. We recently asked Kyla about her #ProudTrustee moments.

I've had so many #ProudTrustee moments as a public library trustee that it would be hard to pick just a few. What unifies all those moments is that they were all times when I was humbled



Kyla Epstein, past VPL Board Chair and BCLTA Director with BC Premier Horgan.

to witness or serve as a champion for the amazing work of the people who work in libraries. As trustees we play an important role in stewarding and governing our libraries but it is all built upon the work of the staff; in every position throughout the library. It is an honour to be able to shine a light on some of that work!

The following are just a few of the #ProudTrustee stories that were shared in the BCLTA *Bulletin* over the past year.

Advancing Reconciliation



This event was part of VIRL's Reconciliation Canada Speaker Series and our commitment to advancing reconciliation in Canada. The talks are opportunities for people to come together to discuss some of the most pressing issues facing our country today in a safe and open environment.

Barry Avis, Vancouver Island Regional Library Board

Yvonne Rigsby-Jones, a member of the Snuneymuxw First Nation and Ambassador with Reconciliation Canada delivering the insightful and informative session, "What Reconciliation Is and What It Is Not" to almost 200 people in Duncan. *Photo Credit: VIRL*

Welcoming Spaces

I am proud of how the Surrey Libraries staff and community use the beautifully designed staircases at the Surrey Central Library. This reflects Surrey and the public library where everyone is welcome irrespective of where they come from.

Austin Uzama, Surrey Libraries Board



The City Centre Branch of Surrey Libraries.

Promoting Diversity and Inclusivity

In our 2018-2021 strategic plan, the Board adopted two goals that explicitly promote these values. Firstly, we seek to increase the diversity of our board, staff, and patrons. This goal builds on previous work. In 2017, we adopted an Employment Equity Policy, which attempts to redress the historic underrepresentation of Indigenous persons in our workforce. We also created an Indigenous Library Assistant Position. Finally, this year, we have already made successful efforts to recruit board members from a wider array of backgrounds.

Secondly, we seek to better service delivery to underserved groups. Again, this goal builds on our previous work and is in particular reflected by our programming. The Library hosts storytime for babies, Witsuwit'en language workshops, teen programs, summer reading programs, and more. It also offers individual computer tutoring for patrons. Furthermore, the Library has been proactive in ensuring our materials are relevant to all members of our community, including LGBTQ, Indigenous, and religious minorities.

Most recently, the Board is thrilled to announce that starting in January 2019, the Smithers Library will be “fine-free”, to reduce barriers to access our resources.

Lisa Feinberg, Smithers Public Library Board

Spokes 'N' Words

Spokes 'N' Words is a tricycle with an attached cabinet on the rear where users will be able to check-in and check-out library books and materials, get a library card, participate in storytime activities, and receive information about library programs and services. The book bike is a partnership program between the Library and the City of North Vancouver's Placemaking team, PLAY, an initiative designed to activate public city spaces.

North Vancouver City Library Board



The North Vancouver City Library Book Bike

55 Years and Proud!

The Invermere Public Library has officially extended its open hours by 10 more hours of service each week and is now open 48 hours/week. This milestone was celebrated during the week of June 5th, 2018 which also marks the library's 55th anniversary of public library service in the Columbia Valley.

Helen Kipp, Invermere Public Library Board



Celebration, community, and cake

City Council Library Tour

What a pleasure it was to take the new Vancouver City Council on a tour of VPL's Central Library. Libraries are vital for the health of a community as they are one of the only fee-free places left that allow for everyone to discover, create, and share ideas and information. Having the support of our City Council is essential.

Rhonda Sherwood, Vancouver Public Library Board

Pop up and Outreach in Prince George



Prince George Public Library staff, Angeline and Sherri at the Lheidli T'enneh Memorial Park to celebrate National Indigenous Peoples' Day.

Thanks to generous support from Prince George Ford, the Friends of the Prince George Public Library, and our donors, the library was able to purchase an outreach vehicle. Lovingly called 'Mobi' by our staff, this mobile library pops up at daycares, schools and community events!

Mike Gagel, Prince George Public Library Board

Year in Review

Since 1977, BCLTA has been convening, supporting, and representing trustees who govern public libraries of all shapes and sizes across BC. We have evolved with the changing needs of trustees.

The foundational and transformative work of the past year was signaled by a new logo, a new website, the updating of the Trustee Orientation Program, building partnerships with other organizations such as the BC School Trustees Association, and our groundbreaking advocacy work with the BC Public Library Partners (BCLTA, the Association of BC Public Library Directors, the BC Library Association, and the BC Libraries Cooperative).

2018 BC Libraries Conference, Awards Luncheon and the BCLTA Governance Forum



BCLTA 2018 Awards, (l-r) Wendy Wright (Library Director, Smithers Public Library accepting on behalf of her Board), Jerrilyn Schembri (BCLTA President), Kyla Epstein (Vancouver Public Library, Board Chair) and Barry Avis (Vancouver Island Regional Library, Board Chair)

In 2018 BCLTA joined in the BC Libraries Conference to co-host, with the Association of BC Public Library Directors, a full day of governance focused conference sessions. The sessions were full, the presenters covered an array of topics including financial oversight, human rights and the transgender community, welcoming spaces for newcomers, reconciliation, and the role of the Libraries Branch.

The BC Library Association generously invited BCLTA to be part of their Annual Awards Luncheon. It was a real honour for Jerrilyn Schembri, as BCLTA President, to present the BCLTA trustee awards in front of a large crowd from across the library community – what a way to showcase the work of boards and trustees!

TOP Refresh

On June 20th, with support from the Libraries Branch, Open School BC met with representatives from BCLTA, the Association of BC Public Library Directors, the Library Federations, the Libraries Branch, and the TOP facilitators for a day of TOP workbook review and recommendations. The recommendations, along with draft reviews and feedback from trustees, library directors, and TOP facilitators informed the updated TOP Workbook, activities, and program evaluation. More about the program and the TOP Workbook can be found at bclta.ca.



June 20th TOP workbook review with (l-r) Michael Burris (InterLINK ED), Babs Kelly (BCLTA ED), Dana Bergen (Chetwynd PL, board chair), Melanie Wilke (Terrace PL board chair, TOP facilitator, BCLTA board director), Joanne Richards (TOP facilitator), Elizabeth Tracy (Whistler PL, vice-chair of ABCPLD), Deb Hutchison Koep (North Vancouver City Library, library director), Mari Martin (Libraries Branch, Director), Kyla Epstein (VPL board chair, TOP facilitator), Jerrilyn Schembri (Tumbler Ridge PL, board chair, BCLTA president) and Denise McGeachy (Libraries Branch, Library Consultant).

BC Public Library Partners and the 2019 UBCM Convention

Over 70 elected officials and government staff attended the BC Public Library Partners' September 12th Union of BC Municipalities Convention event, **Future Focused: Public Libraries and British Columbia**.



UBCM 2018 and Future Focused Public Libraries. *Photo credit: FVRL*

The event took place at the Whistler Public Library and featured the Fraser Valley Regional Library Playground. Huge thanks to the boards and staff of both libraries for making the event a success!



Barry Avis (Vancouver Island Regional Library Board Chair and BCLTA Director) and Minister Fleming. *Photo credit: FVRL*

Minister Fleming, along with Deputy Minister MacDonald and Assistant Deputy Minister Squires, met with the BC Public Library Partners during the recent UBCM Convention. The Partner presentation was very well received and was followed by a substantive and forward moving discussion regarding public library values, reconciliation, digital literacy, and the significant and unique role of public libraries in achieving individual, community, and provincial goals.

BCLTA and BC School Trustees Association

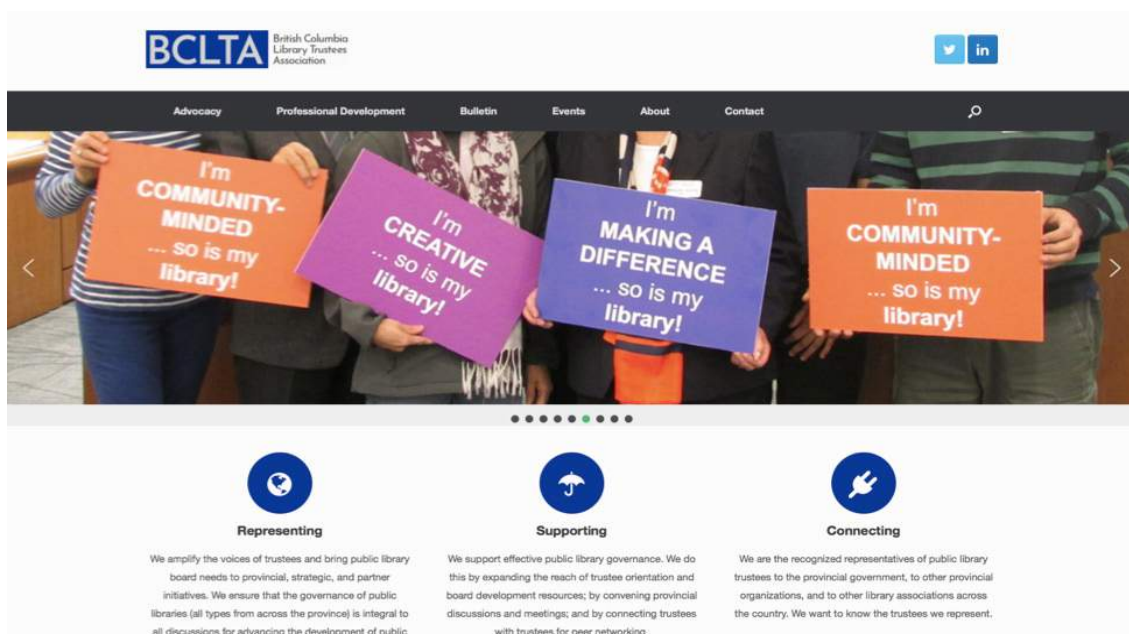


In November 2017 BCLTA and BCSTA signed a Letter of Understanding (available at bclta.ca) with the purpose of promoting collaborations between the two associations. We value this relationship with the BCSTA and the opportunities over the past year to connect, share information, learn from each other and finding ways to work together for the benefits of our memberships.

Gordon Swan, BCSTA President and
Jerrilyn Schembri, BCLTA President

Website and Resources

In the fall of 2018 we updated our website and moved to the BC Libraries Cooperative. New and updated resources available through our website include the monthly *Bulletin* (delivered to your inbox with a fee-free subscription), the TOP Workbook, the Trustee Orientation Checklist, the Advocacy and Influence Framework and the Board Discussion Starters.



BCLTA Strategic Framework to 2025

Since 1977, BCLTA has been convening, supporting, and representing trustees who govern public libraries of all shapes and sizes across BC. We have morphed and evolved as the needs of trustees and the resources of BCLTA have changed. Our Strategic Framework to 2025 provides BCLTA with steady direction and flexibility to meet membership needs, to build strong alliances and partnerships, and to make a difference to policy and funding decisions that impact public libraries.

The full BCLTA Strategic Framework to 2025, including goals and the foundations for BCLTA success can be found at bclta.ca

Strategic Focus #1: Supporting Trustee and Board Development

Outcomes

- Knowledgeable, confident, and effective public library boards and trustees.
- Exemplary public library governance practices across the province that reflect local needs.
- Province wide governance that embraces public library values and concretely supports public library efforts and initiatives for reconciliation, inclusivity and diversity, and equitable access to service.

Strategic Focus #2: Representing Trustees and Boards

Outcomes

- The BC Public Library Partners are successful in their advocacy efforts regarding provincial funding for public libraries, connectivity, and public library services for, by, and with First Nations improves across the province.
- The membership informs, and is informed of, BCLTA advocacy actions.
- BCLTA is known to the provincial government for effectively representing the needs and priorities of public library trustees and boards.
- BCLTA is known to provincial organizations for effectively representing the needs and priorities of public library trustees and boards.

Strategic Focus #3: Connecting with Trustees and Boards

Outcomes

- Trustees are engaged with their association, use its resources, and participate in the governance of the association.

- BCLTA knows the common issues of common concern across the province and is familiar with unique local issues.
- BCLTA is knowledgeable and confident in supporting and representing the needs of trustees and boards.

BCLTA Convictions

Over the fall of 2018 the BCLTA Board of Directors, with support from Kyla Epstein (former VPL Board Chair and BCLTA Director) developed a set of BCLTA convictions to convey BCLTA value and values.

Value is what BCLTA brings to its members through representation and support.

Values, specifically those that we share with the public library community, inform and guide the work that we do in representing and supporting our members.

These values are:

- Access and Equity
- Privacy
- Intellectual Freedom
- Reconciliation
- Diversity and Inclusivity
- Accountability

These values are enduring and make public libraries the unique and cherished public fee-free spaces that they are and are the “why” to public library governance.

BCLTA Convictions can be found at bclta.ca

BCLTA Looking Forward

Ongoing and upcoming work for the BCLTA Board of Directors includes provincial advocacy with the Public Library Partners, board engagement and outreach with membership, and BCLTA policy renewal.

Staff work for 2019 includes the development of Governance at a Glance, a one pager about BC public library board work, more Board Discussion Starters (see bclta.ca), exploring ways to increase access to TOP, and continuing to connect with trustees and boards.

Make 2019 the year you get to know and get involved with BCLTA!

Email Babs Kelly, BCLTA Executive Director with any questions regarding the Annual Report or the work of BCLTA.

Email: execdir@bclta.ca

Web: <https://www.bclta.ca>

Twitter: [@bclta](https://twitter.com/bclta)

LinkedIn: [BC Library Trustees Association](#)



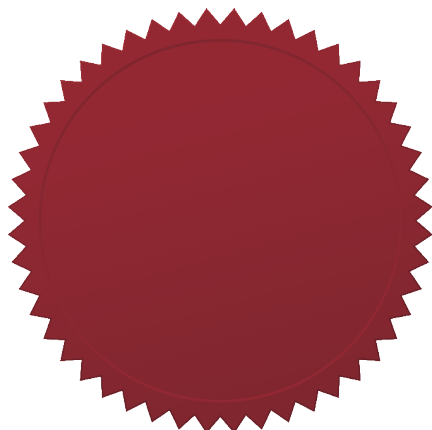
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Societies Act
CERTIFICATE OF INCORPORATION

**ASSOCIATION OF BRITISH COLUMBIA PUBLIC LIBRARY
DIRECTORS**

I Hereby Certify that ~

ASSOCIATION OF BRITISH COLUMBIA PUBLIC LIBRARY DIRECTORS was
incorporated under the *Societies Act* on March 20, 2019 at 02:11 PM Pacific Time.



*Issued under my hand at
Victoria, British Columbia*

A handwritten signature in black ink, appearing to read "Carol Prest".

CAROL PREST

REGISTRAR OF COMPANIES
PROVINCE OF BRITISH COLUMBIA
CANADA



CONSTITUTION

BC Society • Societies Act

CERTIFIED COPY
Of a document filed with the
Province of British Columbia
Registrar of Companies

Alhest
CAROL PREST

NAME OF SOCIETY: **ASSOCIATION OF BRITISH COLUMBIA PUBLIC LIBRARY DIRECTORS**

Incorporation Number: S0070989
Business Number: 70517 7681 BC0001
Filed Date and Time: March 20, 2019 02:11 PM Pacific Time

The name of the Society is ASSOCIATION OF BRITISH COLUMBIA PUBLIC LIBRARY DIRECTORS

The purposes of the Society are:

1. to serve as a vehicle for the exchange of information of interest and concern to public library directors in British Columbia;
2. to provide a forum for the discussion of issues common to public library directors in British Columbia;
3. to represent and promote the common interests of public library directors in British Columbia;
4. to do all such other things as are incidental and ancillary to the attainment of the foregoing purposes and the exercise of the powers of the Society.

This society is a member-funded society. It is funded primarily by its members to carry on activities for the benefit of its members. On its liquidation or dissolution, this society may distribute its money and other property to its members.




CAROL PREST

SOCIETIES ACT

**BYLAWS
OF THE
ASSOCIATION OF BRITISH COLUMBIA PUBLIC LIBRARY DIRECTORS**

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**BYLAWS
OF THE
ASSOCIATION OF BRITISH COLUMBIA PUBLIC LIBRARY DIRECTORS**

1. INTERPRETATION

1.1 Definitions

In these Bylaws and the Constitution of the Society, unless the context otherwise requires:

- (a) **“Act”** means the *Societies Act*, S.B.C. 2015, c. 18, as amended from time to time, and includes any successor legislation thereto;
- (b) **“Address of the Society”** means the registered office address of the Society on record from time to time with the Registrar;
- (c) **“Board”** means the Directors acting as authorized by the Act, the Constitution and these Bylaws in managing or supervising the management of the affairs of the Society and exercising the powers of the Society;
- (d) **“Board Resolution”** means:
 - (1) a resolution passed by a simple majority of the votes cast in respect of the resolution by the Directors entitled to vote on such matter:
 - (A) in person at a duly constituted meeting of the Board,
 - (B) by Electronic Means in accordance with these Bylaws, or
 - (C) by combined total of the votes cast in person and by Electronic Means; or
 - (2) a resolution that has been submitted to all Directors and consented to in writing by two-thirds (2/3) of the Directors who would have been entitled to vote on the resolution at a meeting of the Board,and a Board Resolution approved by any of these methods is effective as though passed at a meeting of the Board;
- (e) **“Bylaws”** means the bylaws of the Society as filed with the Registrar;
- (f) **“Chair”** means the Person elected to the office of chair of the Society in accordance with these Bylaws;
- (g) **“Constitution”** means the constitution of the Society as filed with the Registrar;
- (h) **“Directors”** means those Persons who are, or who subsequently become, directors of the Society in accordance with these Bylaws and have not ceased to be directors;
- (i) **“Electronic Means”** means any system or combination of systems, including but not limited to mail, telephonic, electronic, radio, computer or web-based technology or communication facility, that:

- (1) in relation to a meeting or proceeding, permits all participants to communicate with each other or otherwise participate contemporaneously, in a manner comparable, but not necessarily identical, to a meeting where all were present in the same location, and
 - (2) in relation to a vote, permits all eligible voters to cast a vote on the matter for determination in a manner that adequately discloses the intentions of the voters;
- (j) **“General Meeting”** means a meeting of the Members, and includes an annual general meeting and any special or extraordinary general meetings of the Society;
 - (k) **“Income Tax Act”** means the *Income Tax Act*, R.S.C. 1985 (5th Supp.), c.1 as amended from time to time;
 - (l) **“Library Act”** means the *Library Act*, R.S.B.C. 1996, c. 264, as amended from time to time, and includes any successor legislation thereto;
 - (m) **“Members”** means those Organizations that are, or that subsequently become, members of the Society in accordance with these Bylaws and, in either case, have not ceased to be members;
 - (n) **“mutatis mutandis”** means with the necessary changes having been made to ensure that the language makes sense in the context;
 - (o) **“Ordinary Resolution”** means:
 - (1) a resolution passed by a simple majority of the votes cast in respect of the resolution by those Members entitled to vote:
 - (A) in person at a duly constituted General Meeting, or
 - (B) by Electronic Means in accordance with these Bylaws, or
 - (C) by combined total of the votes cast in person at a General Meeting and the votes cast by Electronic Means; or
 - (2) a resolution that has been submitted to the Members and consented to in writing by at least two-thirds (2/3) of the voting Members,
 and an Ordinary Resolution approved by any one or more of these methods is effective as though passed at a General Meeting of the Society;
 - (p) **“Organization”** means an association, corporation, partnership or society;
 - (q) **“Originating Members”** means the following Organizations listed below:
 - (i) West Vancouver Memorial Library;
 - (ii) Fraser Valley Regional Library;
 - (iii) Whistler Public Library;
 - (iv) Fraser Lake Public Library Association; and

- (v) Rossland Public Library Association;
- (r) **“Person”** means a natural person;
- (s) **“Public Library”** means a “public library” as such term is defined in the *Library Act*;
- (t) **“Public Library Director”** means a Person appointed by a library board as a chief librarian in British Columbia pursuant to the *Library Act*;
- (u) **“Registered Address”** of a Member or Director means the address of that Person as recorded in the register of Members or the register of Directors;
- (v) **“Registrar”** means the Registrar of Companies of the Province of British Columbia;
- (w) **“Secretary”** means a Person elected to the office of secretary of the Society in accordance with these Bylaws;
- (x) **“Society”** means the “Association of British Columbia Public Library Directors”;
- (y) **“Special Resolution”** means:
 - (1) a resolution, of which the notice required by the Act and these Bylaws has been provided, passed by at least two-thirds (2/3) of the votes cast in respect of the resolution by those Members entitled to vote:
 - (A) in person at a duly constituted General Meeting,
 - (B) by Electronic Means in accordance with these Bylaws, or
 - (C) by combined total of the votes cast in person at a General Meeting and the votes cast by Electronic Means; or
 - (2) a resolution that has been submitted to the Members and consented to in writing by every Member who would have been entitled to vote on the resolution in person at a General Meeting,

and a Special Resolution approved by any one or more of these methods is effective as though passed at a General Meeting;
- (z) **“Treasurer”** means a Person elected to the office of treasurer of the Society in accordance with these Bylaws; and
- (aa) **“Vice-Chair”** means a Person elected to the office of vice-chair of the Society in accordance with these Bylaws.

1.2 Societies Act Definitions

Except as otherwise provided, the definitions in the Act on the date these Bylaws become effective apply to these Bylaws and the Constitution.

1.3 Plural and Singular Forms

In these Bylaws, a word defined in the plural form includes the singular and vice-versa.

2. MEMBERSHIP

2.1 Admission to Membership

Membership in the Society is restricted to the Originating Members of the Society and to any eligible Organization that subsequently applies for admission as a Member and is accepted by the Board.

2.2 Eligibility for Membership

An Organization may be eligible to be accepted as a Member if it:

- (a) is a Public Library; and
- (b) is interested in advancing the purposes and supporting the activities of the Society.

2.3 Application for Membership

An eligible Organization may apply to the Board in writing to become a Member and on acceptance by the Board will be a Member.

An application for membership or renewal of membership must include the payment of applicable membership dues, if any, along with the written notice required under Bylaw 2.4.

The Board may, by Board Resolution, accept, postpone or refuse an application for membership. An Organization becomes a Member on the date of the Board Resolution or such later date as specified therein.

2.4 Authorized Representative of a Member

An Organization admitted as a Member must appoint, by notice in writing delivered to the Address of the Society, a Person who is the Public Library Director of the Organization to be its authorized representative and exercise the rights of membership on behalf of the Organization.

An Organization may alter its authorized representative at any time by providing notice in writing to the Society with the name and contact information for the Public Library Director serving as its new representative. The appointment of a new representative is deemed to revoke the appointment of the previous representative.

2.5 Membership not Transferable

Membership is not transferable.

2.6 Cessation of Membership

An Organization will immediately cease to be a Member:

- (a) upon the date such Organization ceases to be eligible for membership in accordance with these Bylaws;
- (b) upon the date which is the later of:

- (1) the date of delivering its resignation in writing to the Secretary or to the Address of the Society; and
- (2) the effective date of the resignation stated thereon;
- (c) upon the date which is ninety (90) days from the date on which such Member ceases to be in good standing;
- (d) upon the date such Organization ceases to be a Public Library;
- (e) upon its expulsion; or
- (f) upon its dissolution.

3. MEMBERSHIP RIGHTS AND OBLIGATIONS

3.1 Rights of Membership

In addition to any rights conferred by the Act, a Member in good standing has the following rights and privileges of membership:

- (a) to receive notice of, and to attend, all General Meetings;
- (b) to make or second motions at a General Meeting and to speak in debate on motions under consideration in accordance with such rules of order as may be adopted;
- (c) to exercise a vote on matters for determination at General Meetings; and
- (d) may participate in the programs and initiatives of the Society, in accordance with such criteria as may be determined by the Board from time to time.

3.2 Member not in Good Standing

A Member who is not in good standing has the right to receive notice of, and to attend, all General Meetings, and may participate in programs or initiatives of the Society (subject to eligibility) but is suspended from all of the other rights and privileges described in Bylaw 3.1 for so long as such Member remains not in good standing.

3.3 Dues

The Board will, by Board Resolution, determine the dues or fees payable by Members from time to time and in the absence of such determination by the Board, dues are deemed to be nil.

The Board may determine that dues may be pro-rated, reduced or waived in cases of hardship or other appropriate circumstances.

Once determined, dues are deemed to continue each year until altered by Board Resolution.

3.4 Standing of Members

All Members are deemed to be in good standing except a Member who has failed to pay such annual membership dues as are determined by the Board, if any, when due and owing and such Member is not in good standing so long as such amount remains unpaid.

3.5 Compliance with Constitution, Bylaws and Policies

Every Member will, at all times:

- (a) uphold the Constitution and comply with these Bylaws, the regulations and the policies of the Society in effect from time to time;
- (b) abide by such codes of conduct and ethics adopted by the Society; and
- (c) further and not hinder the purposes, aims and objects of the Society.

3.6 Expulsion of Member

Following an appropriate investigation or review of a Member's conduct or actions, the Board may, by Board Resolution, expel a Member for conduct which, in the reasonable opinion of the Board:

- (a) is improper or unbecoming for a Member;
- (b) is contrary to Bylaw 3.5; or
- (c) is likely to endanger the reputation or hinder the interests of the Society.

The Board must provide notice of a proposed expulsion to the Member in question, accompanied by a brief statement of the reasons for the disciplinary action.

A Member who is the subject of the proposed expulsion will be provided a reasonable opportunity to respond to the proposed discipline at or before the Board Resolution for expulsion is considered by the Board.

3.7 No Distribution of Income to Members

No part of the income of the Society will be payable to, or otherwise available for the personal benefit of, any Member and any income, profits or other accretions to the Society will be used in promoting the purposes of the Society.

4. MEETINGS OF MEMBERS

4.1 Time and Place of General Meetings

The General Meetings of the Society will be held at such time and place, in accordance with the Act, as the Board decides.

4.2 Annual General Meetings

Except during the calendar year in which the Society is incorporated, an annual general meeting will be held at least once in every calendar year and in accordance with the Act.

4.3 Extraordinary General Meeting

Every General Meeting other than an annual general meeting is an extraordinary general meeting.

4.4 **Calling of Extraordinary General Meeting**

The Society will convene an extraordinary general meeting by providing notice in accordance with the Act and these Bylaws in any of the following circumstances:

- (a) at the call of the Chair;
- (b) when resolved by Board Resolution; or
- (c) when such a meeting is requisitioned by the Members in accordance with the Act.

4.5 **Notice of General Meeting**

The Society will, in accordance with Bylaw 16.1, send notice of every General Meeting to:

- (a) each Member shown on the register of Members on the date the notice is sent; and
- (b) the auditor of the Society, if any is appointed,

not less than seven (7) days and not more than sixty (60) days prior to the date of the General Meeting.

No other Person or Organization is entitled to be given notice of a General Meeting.

4.6 **Contents of Notice**

Notice of a General Meeting will specify the place, the day and the time of the meeting and will include the text of every Special Resolution to be proposed or considered at that meeting.

If the Board has decided to hold a General Meeting with participation by Electronic Means, the notice of that meeting must inform Members how they may participate by Electronic Means.

4.7 **Omission of Notice**

The accidental omission to give notice of a General Meeting to a Member, or the non-receipt of notice by a Member, does not invalidate proceedings at that meeting.

5. **PROCEEDINGS AT GENERAL MEETINGS**

5.1 **Business Required at Annual General Meeting**

The following business is required to be conducted at each annual general meeting of the Society:

- (a) the approval of the minutes of the previous annual general meeting and any extraordinary general meetings held since the previous annual general meeting;
- (b) consideration of the financial statements and the report of the auditor thereon, if any;
- (c) consideration of any Members' proposals submitted in accordance with the Act;

- (d) the election of Directors; and
- (e) such other business, if any, required by the Act or at law to be considered at an annual general meeting.

The annual general meeting may include other business as determined by the Board in its discretion.

5.2 Attendance at General Meetings

In addition to Members, Directors and the Society's auditor, if any, the Board may also invite any other Person or Persons to attend a General Meeting as observers and guests. All observers and guests may only address those present at the General Meeting at the invitation of the Person presiding as chairperson, or by Ordinary Resolution.

5.3 Electronic Participation in General Meetings

The Board may decide, in its discretion, to hold any General Meeting in whole or in part by Electronic Means.

When a General Meeting is to be conducted using Electronic Means, the Board must take reasonable steps to ensure that all participants are able to communicate and participate in the meeting adequately and, in particular, that remote participants are able to participate in a manner comparable to participants present in person, if any.

Persons participating by Electronic Means are deemed to be present at the General Meeting.

5.4 Requirement of Quorum

No business, other than the election of a Person to chair the meeting and the adjournment or termination of the meeting, will be conducted at a General Meeting at a time when a quorum is not present.

5.5 Quorum

A quorum at a General Meeting is fifteen (15) Members in good standing on the date of the General Meeting.

5.6 Lack of Quorum

If within thirty (30) minutes from the time appointed for a General Meeting a quorum is not present, the meeting, if convened on the requisition of Members, will be terminated, but in any other case it will stand adjourned to the next day, at the same time and place, and if at the adjourned meeting a quorum is not present within thirty (30) minutes from the time appointed for the meeting, the Members present will constitute a quorum and the meeting may proceed.

5.7 Loss of Quorum

If at any time during a General Meeting there ceases to be a quorum present, business then in progress will be suspended until there is a quorum present or until the meeting is adjourned or terminated.

5.8 **Chairperson at General Meetings**

The Chair (or, in the absence or inability of the Chair, the Vice-Chair) will, subject to a Board Resolution appointing another Person, preside as chairperson at all General Meetings.

If at any General Meeting the Chair, Vice-Chair or such alternate Person appointed by a Board Resolution, if any, is not present within fifteen (15) minutes after the time appointed for the meeting, the Directors present may select one of their number to preside as chairperson at that meeting.

5.9 **Alternate Chairperson**

If a Person presiding as chairperson of a General Meeting wishes to step down as chairperson for all or part of that meeting, he or she may designate an alternate to chair such meeting or portion thereof, and upon such designated alternate receiving the consent of a majority of the Members present at such meeting, he or she may preside as chairperson.

5.10 **Adjournment**

A General Meeting may be adjourned from time to time and from place to place, but no business will be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

5.11 **Notice of Adjournment**

It is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting except where a meeting is adjourned for more than fourteen (14) days, in which case notice of the adjourned meeting will be given as in the case of the original meeting.

5.12 **Minutes of General Meetings**

The Secretary or such other Person designated by the Board will ensure that minutes are taken for all General Meetings.

6. **VOTING BY MEMBERS**

6.1 **Ordinary Resolution Sufficient**

Unless the Act, these Bylaws or adopted rules of order provide otherwise, every issue for determination by a vote of the Members will be decided by an Ordinary Resolution.

6.2 **Entitlement to Vote**

Each Member in good standing is entitled to one (1) vote on matters for determination by the Members. No other Person or Organization is entitled to vote on a matter for determination by the Members, whether at a General Meeting or otherwise.

6.3 **Voting Methods**

Voting by Members may occur by any one or more of the following methods, in the discretion of the Board:

- (a) by show of hands or voting cards;
- (b) by written ballot; or
- (c) by vote conducted by Electronic Means.

Where a vote is to be conducted by show of hands or voting cards, and prior to the question being put to a vote, a number of Members in good standing equal to not less than ten percent (10%) of the votes present may request a secret ballot, and where so requested the vote in question will then be conducted by written ballot or other means whereby the tallied votes can be presented anonymously in such a way that it is impossible to discern how a given Member in good standing voted.

6.4 **Voting by Proxy**

Voting by proxy is not permitted.

7. **DIRECTORS**

7.1 **Management of Property and Affairs**

The Board will have the authority and responsibility to manage, or supervise the management of, the property and the affairs of the Society.

7.2 **Qualifications of Directors**

Pursuant to the Act, a Person may not be nominated, elected or appointed to serve (or continue to serve) as a Director if he or she:

- (a) is less than eighteen (18) years of age;
- (b) has been found by any court, in Canada or elsewhere, to be incapable of managing his or her own affairs;
- (c) is an undischarged bankrupt; or
- (d) has been convicted of a prescribed offence within the prescribed period, for which no pardon has been granted, in accordance with the Act.

In addition to the foregoing, a Person may not be nominated, elected or appointed to serve (or continue to serve) as a Director if he or she is not the Public Library Director of a Member in good standing.

7.3 **Composition of Board**

The Board will be composed of the following four (4) Directors, each of whom will be elected or appointed in accordance with these Bylaws:

- (a) the Chair;
- (b) the Vice-Chair;
- (c) the Secretary; and
- (d) the Treasurer.

7.4 Invalidation of Acts

No act or proceeding of the Board is invalid by reason only of there being fewer than the required number of Directors in office.

7.5 Election of Directors

Directors, other than the Chair, will be elected by acclamation or by vote of the Members, in accordance with the applicable provisions of these Bylaws and such election policies and procedures as are established by the Board from time to time. Subject to Bylaw 7.11, the Person serving as Vice-Chair will automatically become Chair following expiration of the current Chair's term.

The election of Directors will normally take place at the annual general meeting and Directors so elected will take office commencing at the close of such meeting.

7.6 Election by Acclamation

In elections where the number of eligible nominees at the close of the nomination period is equal to or less than the number of positions for Directors that will become vacant at the close of the next annual general meeting, then the eligible nominees are deemed to be elected by acclamation and no vote will be required.

7.7 Election by Secret Ballot

In elections where there are more eligible nominees than vacant positions for Directors at the close of the nomination period, election will be by secret ballot in accordance with such rules as may be adopted from time to time by the Board.

7.8 Term of Directors

The term of office of Directors will normally be two (2) years. However, the Board may by Board Resolution determine that some or all vacant Directors' positions will have a term of less than two (2) years, the length of such term to be determined by the Directors in their discretion.

For purposes of calculating the duration of a Director's term of office, the term will be deemed to commence at the close of the annual general meeting at which such Director was elected. If, however, the Director was elected at an extraordinary general meeting his or her term of office will be deemed to have commenced at the close of the annual general meeting next following such extraordinary general meeting.

7.9 Consecutive Terms and Term Limits

Directors may be elected for consecutive terms, without limit.

7.10 Extension of Term to Maintain Minimum Number of Directors

Every Director serving a term of office will retire from office at the close of the annual general meeting in the year in which his or her term expires, provided that if insufficient successors are elected and the result is that the number of Directors would fall below four (4), the Person or

Persons previously elected or serving as Directors may, if they consent, continue to hold office, and the term of such Director or Directors is deemed to be extended, until such time as successor Directors are elected.

7.11 Appointment to fill Vacancy

If a Director, other than the Chair, ceases to hold office before the expiry of his or her term, the Members, by Ordinary Resolution, may appoint a Member in good standing qualified in accordance with Bylaw 7.2 to fill the resulting vacancy.

The position occupied by an appointed replacement Director will become available for election at the next annual general meeting and each such appointed replacement Director will continue in office until the conclusion of the next annual general meeting unless he or she otherwise ceases to be a Director in accordance with these Bylaws. The appointed replacement Director may run for the vacant position.

Notwithstanding the foregoing, if the office of Chair becomes vacant, the Vice-Chair will automatically become Chair until the next annual general meeting of the Society unless he or she otherwise ceases to be a Director in accordance with these Bylaws.

7.12 Removal of Director

The Members may remove a Director before the expiration of such Director's term of office by Special Resolution and may elect a replacement Director by Ordinary Resolution to serve for the balance of the removed Director's term.

7.13 Ceasing to be a Director

A Person will immediately cease to be a Director:

- (a) upon the date which is the later of:
 - (1) the date of delivering his or her resignation in writing to the Chair or to the Address of the Society; and
 - (2) the effective date of the resignation stated therein;
- (b) upon the expiry of his or her term;
- (c) upon the date such Person is no longer qualified pursuant to Bylaw 7.2;
- (d) upon his or her removal; or
- (e) upon his or her death.

8. POWERS AND RESPONSIBILITIES OF THE BOARD

8.1 Powers of Directors

The Board may exercise all such powers and do all such acts and things as the Society may exercise and do, and which are not by these Bylaws or by statute or otherwise lawfully directed

or required to be exercised or done by the Members in General Meeting, but nevertheless subject to the provisions of:

- (a) all laws affecting the Society; and
- (b) these Bylaws and the Constitution.

Without limiting the generality of the foregoing, the Board will have the power to make expenditures, including grants, gifts and loans, whether or not secured or interest-bearing, in furtherance of the purposes of the Society. The Board will also have the power to enter into trust arrangements or contracts on behalf of the Society in furtherance of the purposes of the Society.

8.2 Duties of Directors

Pursuant to the Act, every Director will:

- (a) act honestly and in good faith with a view to the best interests of the Society;
- (b) exercise the care, diligence and skill that a reasonably prudent individual would exercise in comparable circumstances; and
- (c) act in accordance with the Act and the regulations thereunder; and
- (d) subject to Bylaws 8.2(a) to 8.2(c), act in accordance with these Bylaws.

Without limiting Bylaws 8.2(a) to 8.2(d), a Director, when exercising the powers and performing the functions of a Director, must act with a view to the purposes of the Society.

8.3 Policies and Procedures

The Board may establish such rules, regulations, policies or procedures relating to the affairs of the Society as it deems expedient, provided that no rule, regulation, policy or procedure is valid to the extent that it is inconsistent with the Act, the Constitution or these Bylaws.

8.4 Remuneration of Directors and Officers and Reimbursement of Expenses

A Director is not entitled to any remuneration for acting as a Director. However, a Director may be reimbursed for all expenses necessarily and reasonably incurred by him or her while engaged in the affairs of the Society.

8.5 Investment of Property and Standard of Care

If the Board is required to invest funds on behalf of the Society, the Board may invest the property of the Society in any form of property or security in which a prudent investor might invest. The standard of care required of the Directors is that they will exercise the care, skill, diligence and judgment that a prudent investor would exercise in making investments in light of the purposes and distribution requirements of the Society.

8.6 Investment Advice

The Directors may obtain advice with respect to the investment of the property of the Society and may rely on such advice if a prudent investor would rely upon the advice in comparable circumstances.

8.7 Delegation of Investment Authority to Agent

The Directors may delegate to a stockbroker, investment dealer, or investment counsel the degree of authority with respect to the investment of the Society's property that a prudent investor might delegate in accordance with ordinary business practice.

9. PROCEEDINGS OF THE BOARD

9.1 Board Meetings

Meetings of the Board may be held at any time and place determined by the Board.

9.2 Regular Meetings

After the issuance of the certificate of incorporation, a meeting of the Board will be held at which the Directors may:

- (a) appoint officers;
- (b) make banking arrangements;
- (c) appoint an auditor to hold office until the first annual general meeting; and
- (d) transact any other business.

Subsequently, the Board may decide to hold regularly scheduled meetings to take place at dates and times set in advance by the Board. Once the schedule for regular meetings is determined and notice given to all Directors, no further notice of those meetings is required to be provided to a Director unless:

- (e) that Director was not in office at the time notice of regular meetings was provided; or
- (f) the date, time or place of a regular meeting has been altered.

9.3 Ad Hoc Meetings

The Board may hold an ad hoc meeting in any of the following circumstances:

- (a) at the call of the Chair; or
- (b) by request of any two (2) or more Directors.

9.4 Notice of Board Meetings

At least two (2) days' notice will be sent to each Director of a board meeting.

However, no formal notice will be necessary if all Directors were present at the preceding meeting when the time and place of the meeting was decided or are present at the meeting or waive notice thereof in writing or give a prior verbal waiver to the Secretary.

For the purposes of the first meeting of the Board held immediately following the election of a Director or Directors conducted at a General Meeting, or for the purposes of a meeting of the Board at which a Director is appointed to fill a vacancy in the Board, it is not necessary to give

notice of the meeting to the newly elected or appointed Director or Directors for the meeting to be properly constituted.

If a meeting of the Board will permit participation by Electronic Means, the notice of that meeting must inform Directors and other participants (if any) that they may participate by Electronic Means.

9.5 Attendance at Board Meetings

Every Director is entitled to attend each meeting of the Board.

No other Person is entitled to attend meetings of the Board, but the Board by Board Resolution may invite any Person or Persons to attend one or more meetings of the Board as advisors, observers or guests.

9.6 Participation by Electronic Means

The Board may determine, in its discretion, to hold any meeting or meetings of the Board in whole or in part by Electronic Means.

When a meeting of the Board is conducted by Electronic Means, the Society must take reasonable steps to ensure that all participants are able to communicate and participate in the meeting.

9.7 Quorum

Quorum for meetings of the Board will be a majority of the Directors currently in office.

9.8 Director Conflict of Interest

A Director who has a direct or indirect material interest in a contract or transaction (whether existing or proposed) with the Society, or a matter for consideration by the Directors:

- (a) will be counted in the quorum at a meeting of the Board at which the contract, transaction or matter is considered;
- (b) will disclose fully and promptly the nature and extent of his or her interest in the contract, transaction or matter;
- (c) is not entitled to vote on the contract, transaction or matter;
- (d) will absent himself or herself from the meeting or portion thereof:
 - (1) at which the contract, transaction or matter is discussed, unless requested by the Board to remain to provide relevant information; and
 - (2) in any case, during the vote on the contract, transaction or matter; and
- (e) refrain from any action intended to influence the discussion or vote.

The Board may establish further policies governing conflicts of interest of Directors and others, provided that such policies must not contradict the Act or these Bylaws.

9.9 **Chairperson at Board Meetings**

The Chair (or, in the absence or inability of the Chair, the Vice-Chair) will, subject to a Board Resolution appointing another Person, preside as chairperson at all meetings of the Board.

If at any meeting of the Board the Chair, Vice-Chair or such alternate Person appointed by a Board Resolution, if any, is not present within fifteen (15) minutes after the time appointed for the meeting or requests that he or she not chair that meeting, the Directors present may choose one of their number to preside as chairperson at that meeting.

9.10 **Alternate Chairperson**

If the Person presiding as chairperson of a meeting of the Board wishes to step down as chairperson for all or part of that meeting, he or she may designate an alternate to chair such meeting or portion thereof, and upon such designated alternate receiving the consent of a majority of the Directors present at such meeting, he or she may preside as chairperson.

9.11 **Minutes of Board Meetings**

The Secretary or such other Person designated by the Board will ensure that minutes are taken for all meetings of the Board.

10. **DECISION MAKING AT BOARD MEETINGS**

10.1 **Passing Resolutions and Motions**

Any issue at a meeting of the Board which is not required by the Act, these Bylaws or such rules of order as may apply to be decided by a resolution requiring more than a simple majority will be decided by Board Resolution.

10.2 **Resolution in Writing**

A Board Resolution may be in two or more counterparts which together will be deemed to constitute one resolution in writing. Such resolution will be filed with minutes of the proceedings of the Board and will be deemed to be passed on the date stated therein or, in the absence of such a date being stated, on the latest date stated on any counterpart.

10.3 **Entitlement to Vote**

Subject to Bylaw 9.8, each Director is entitled to one (1) vote on all matters at a meeting of Board. No other Person is entitled to a vote at a meeting of the Board.

10.4 **Procedure for Voting**

Except where expressly provided for in these Bylaws, voting on matters at a meeting of the Board may occur by any one or more of the following mechanisms, in the discretion of the Chair:

- (a) by show of hands;
- (b) by written ballot;

- (c) by roll-call vote or poll; or
- (d) by Electronic Means.

On the request of any one (1) or more Directors, a vote will be conducted by written ballot or other means whereby the tallied votes can be presented anonymously, in such a way that it is impossible for the assembly to discern how a given Director voted.

11. OFFICERS

11.1 Officers

The officers of the Society are the Chair, Vice-Chair, Secretary and Treasurer, together with such other officers, if any, as the Board, in its discretion, may create.

The Board may, by Board Resolution, create and remove such other officers of the Society as it deems necessary and determine the duties and responsibilities of all officers.

11.2 Duties of Chair

The Chair will supervise the other officers in the execution of their duties and will preside at all meetings of the Society and of the Board.

11.3 Duties of Vice-Chair

The Vice-Chair will assist the Chair in the performance of his or her duties and will, in the absence of the Chair, perform those duties. The Vice-Chair will also perform such additional duties as may be assigned by the Board.

11.4 Duties of Secretary

The Secretary will be responsible for making the necessary arrangements for:

- (a) the issuance of notices of meetings of the Society and the Board;
- (b) the keeping of minutes of all meetings of the Society and the Board;
- (c) the custody of all records and documents of the Society, except those required to be kept by the Treasurer;
- (d) the maintenance of the register of Members; and
- (e) the conduct of the correspondence of the Society.

11.5 Duties of Treasurer

The Treasurer will be responsible for making the necessary arrangements for:

- (a) the keeping of such financial records, reports and returns, including books of account, as are necessary to comply with the Act and the *Income Tax Act*; and
- (b) the rendering of financial statements to the Directors, Members and others, when required.

11.6 **Absence of Secretary at Meeting**

If the Secretary is absent from any General Meeting or meeting of the Board, the Directors present will appoint another Person to act as secretary at that meeting.

12. **INDEMNIFICATION**

12.1 **Indemnification of Directors and Eligible Parties**

To the extent permitted by the Act, each Director and eligible party (as defined by the Act) will be indemnified by the Society against all costs, charges and expenses, including legal and other fees, actually and reasonably incurred in connection with any legal proceeding or investigative action, whether current, threatened, pending or completed, to which that Person by reason of his or her holding or having held authority within the Society:

- (a) is or may be joined as a party to such legal proceeding or investigative action; or
- (b) is or may be liable for or in respect of a judgment, penalty or fine awarded or imposed in, or an amount paid in settlement of, such legal proceeding or investigative action.

12.2 **Purchase of Insurance**

The Society may purchase and maintain insurance for the benefit of any or all Directors, officers, employees or agents against personal liability incurred by any such Person as a Director, officer, employee or agent.

13. **COMMITTEES**

13.1 **Creation and Delegation to Committees**

The Board may create such standing and special committees, working groups or task forces as may from time to time be required. Any such committee will limit its activities to the purpose or purposes for which it is appointed and will have no powers except those specifically conferred by Board Resolution.

The Board may delegate any, but not all, of its powers to committees which may be in whole or in part composed of Directors as it thinks fit.

13.2 **Standing and Special Committees**

Unless specifically designated as a standing committee, a committee is deemed to be a special committee and any special committee so created must be created for a specified time period.

A special committee will automatically be dissolved upon the earlier of the following:

- (a) the completion of the specified time period; or
- (b) the completion of the task for which it was created.

13.3 Terms of Reference

In the event the Board decides to create a committee, it must establish terms of reference for such committee. A committee, in the exercise of the powers delegated to it, will conform to any rules that may from time to time be imposed by the Board in the terms of reference or otherwise, and will report every act or thing done in exercise of those powers at the next meeting of the Board held after it has been done, or at such other time or times as the Board may determine.

13.4 Meetings

The members of a committee may meet and adjourn as they think proper and meetings of the committees will be governed *mutatis mutandis* by the rules set out in these Bylaws governing proceedings of the Board.

13.5 Dissolution

The Board may dissolve a committee by Board Resolution.

14. EXECUTION OF INSTRUMENTS

14.1 Seal

The Society will not have a corporate seal.

14.2 Execution of Instruments

Contracts, documents or instruments in writing requiring execution by the Society may be signed as follows:

- (a) by the Chair, together with one (1) other Director, or
- (b) in the event that the Chair is unavailable, by any two (2) Directors,

and all contracts, documents and instruments in writing so signed will be binding upon the Society without any further authorization or formality.

The Board will have power from time to time by Board Resolution to appoint any officer or officers, or any Person or Persons, on behalf of the Society to sign contracts, documents and instruments in writing generally or to sign specific contracts, documents or instruments in writing.

14.3 Signing Officers

The Board will, from time to time by Board Resolution, appoint signing officers who are authorized to sign cheques and all banking documents on behalf of the Society.

15. FINANCIAL MATTERS

15.1 Accounting Records

The Society will maintain such financial and accounting records and books of account as are required by the Act and applicable laws.

15.2 **Borrowing Powers**

In order to carry out the purposes of the Society, the Board may, on behalf of and in the name of the Society, raise, borrow or secure the payment or repayment of money in any manner it decides, including the granting of guarantees, and in particular, but without limiting the foregoing, by the issue of debentures.

15.3 **Restrictions on Borrowing Powers**

The Members may by Ordinary Resolution restrict the borrowing powers of the Board.

15.4 **When Audit Required**

The Society is not required by the Act to be audited . However, the Society will conduct an audit of its annual financial statements if:

- (a) the Directors determine to conduct an audit by Board Resolution; or
- (b) the Members require the appointment of an auditor by Ordinary Resolution,

in which case the Society will appoint an auditor qualified in accordance with Part 9 of the Act and these Bylaws.

15.5 **First Auditor**

If the Society wishes to appoint an auditor prior to its first annual general meeting, that auditor will be appointed by the Board, which will also fill any vacancy occurring in the office of auditor.

15.6 **Appointment of Auditor at Annual General Meeting**

If the Society determines to conduct an audit, an auditor will be appointed at an annual general meeting to hold office until such auditor is reappointed at a subsequent annual general meeting or a successor is appointed in accordance with the procedures set out in the Act or until the Society no longer wishes to appoint an auditor.

15.7 **Removal of Auditor**

An auditor may be removed and replaced by Ordinary Resolution in accordance with the procedures set out in the Act.

15.8 **Notice of Appointment**

An auditor will be promptly informed in writing of such appointment or removal.

15.9 **Auditor's Report**

The auditor, if any, must prepare a report on the financial statements of the Society in accordance with the requirements of the Act and applicable law.

15.10 **Participation in General Meetings**

The auditor, if any, is entitled in respect of a General Meeting to:

- (a) receive every notice relating to a meeting to which a Member is entitled;
- (b) attend the meeting; and
- (c) be heard at the meeting on any part of the business of the meeting that deals with the auditor's duties or function.

An auditor who is present at a General Meeting at which the financial statements are considered must answer questions concerning those financial statements, the auditor's report, if any, and any other matter relating to the auditor's duties or function.

16. NOTICE GENERALLY

16.1 Method of Giving Notice

Except as otherwise provided in these Bylaws, a notice may be given to a Member or a Director either personally, by delivery, courier or by mail posted to such Person's Registered Address, or, where a Member or Director has provided a fax number or e-mail address, by fax or e-mail, respectively.

16.2 When Notice Deemed to have been Received

A notice sent by mail will be deemed to have been given on the day following that on which the notice was posted. In proving that notice has been given, it is sufficient to prove the notice was properly addressed and put in a Canadian Government post office receptacle with adequate postage affixed, provided that if, between the time of posting and the deemed giving of the notice, a mail strike or other labour dispute which might reasonably be expected to delay the delivery of such notice by the mails occurs, then such notice will only be effective when actually received.

Any notice delivered personally, by delivery or courier, facsimile, or electronic mail will be deemed to have been given on the day it was so delivered or sent.

16.3 Days to be Counted in Notice

If a number of days' notice or a notice extending over any other period is required to be given, the day the notice is given or deemed to have been given and the day on which the event for which notice is given will not be counted in the number of days required.

17. MISCELLANEOUS

17.1 Dissolution

Upon the winding-up or dissolution of the Society, any funds and property remaining after the payment of all costs, charges and expenses properly incurred in the winding-up or dissolution, including the remuneration of the liquidator, and the payment to employees of the Society of any arrears of salaries or wages, and after payment of any debts of the Society, will be distributed, subject to the Act, as determined by Board Resolution.

17.2 Inspection of Documents and Records

The documents and records of the Society, including the financial and accounting records and the minutes of General Meetings, committee meetings and meetings of the Board, will be open to the inspection of any Director at reasonable times and on reasonable notice.

A Member in good standing is entitled, upon providing not less than fourteen (14) days' notice in writing to the Society, to inspect any of the following documents and records of the Society at the Address of the Society during the Society's normal business hours:

- (a) the Constitution and these Bylaws, and any amendments thereto;
- (b) the statement of directors and registered office of the Society;
- (c) minutes of any General Meeting, including the text of each resolution passed at the meeting;
- (d) resolutions of the Members in writing, if any;
- (e) annual financial statements relating to a past fiscal year that have been received by the Members in a General Meeting;
- (f) the register of Directors;
- (g) the register of Members;
- (h) the Society's certificate of incorporation, and any other certificates, confirmations or records furnished to the Society by the Registrar;
- (i) copies of orders made by a court, tribunal or government body in respect of the Society;
- (j) the written consents of Directors to act as such and the written resignations of Directors; and
- (k) the disclosure of a Director or of a senior manager regarding a conflict of interest.

Except as expressly provided by statute or at law, a Member will not be entitled or have the right to inspect any other document or record of the Society. However, subject to such policies as the Board may establish, a Member in good standing may request, in writing delivered to the Address of the Society, to inspect any other document or record of the Society and the Board may allow the Member to inspect the document or a copy thereof, in whole or in part and subject to such redaction as the Board deems necessary, all in the Board's sole discretion.

Copies of documents which a Member is allowed to inspect may be provided on request by the Member for a fee to be determined by the Board, provided such fee does not exceed the limits prescribed in the Act.

18. BYLAWS

18.1 Entitlement of Members to copy of Constitution and Bylaws

On being admitted to membership, each Member is entitled to, and upon request the Society will provide it with, access to a copy of the Constitution and these Bylaws.

18.2 Special Resolution required to Alter Bylaws

These Bylaws will not be altered except by Special Resolution.

18.3 Effective Date of Alteration

Any alteration to the Bylaws or Constitution will take effect on the date the alteration application is filed with the Registrar in accordance with the Act.

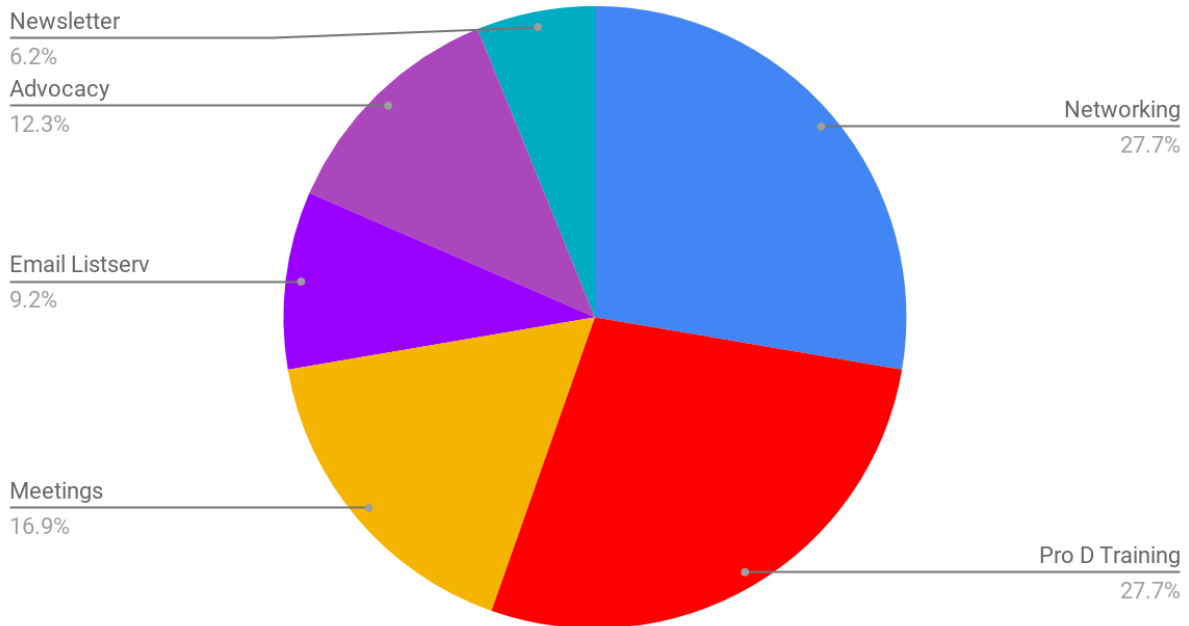


ABCPLD - 2019 Member Phone Calls - Summary of Themes

Summary:

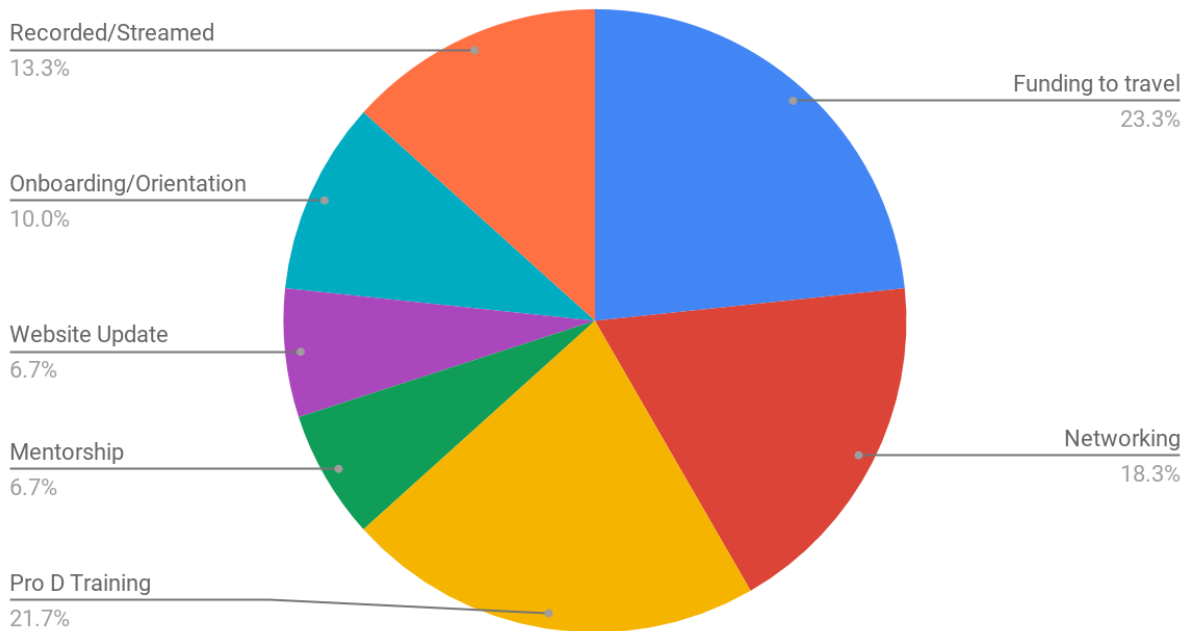
Between February and April 2019, the Senior Manager, ABCPLD had phone calls with 41 of the 71 members (58%). The same questions were asked of each member. This is a summary of the themes found in the responses.

What are the benefits of ABCPLD membership?



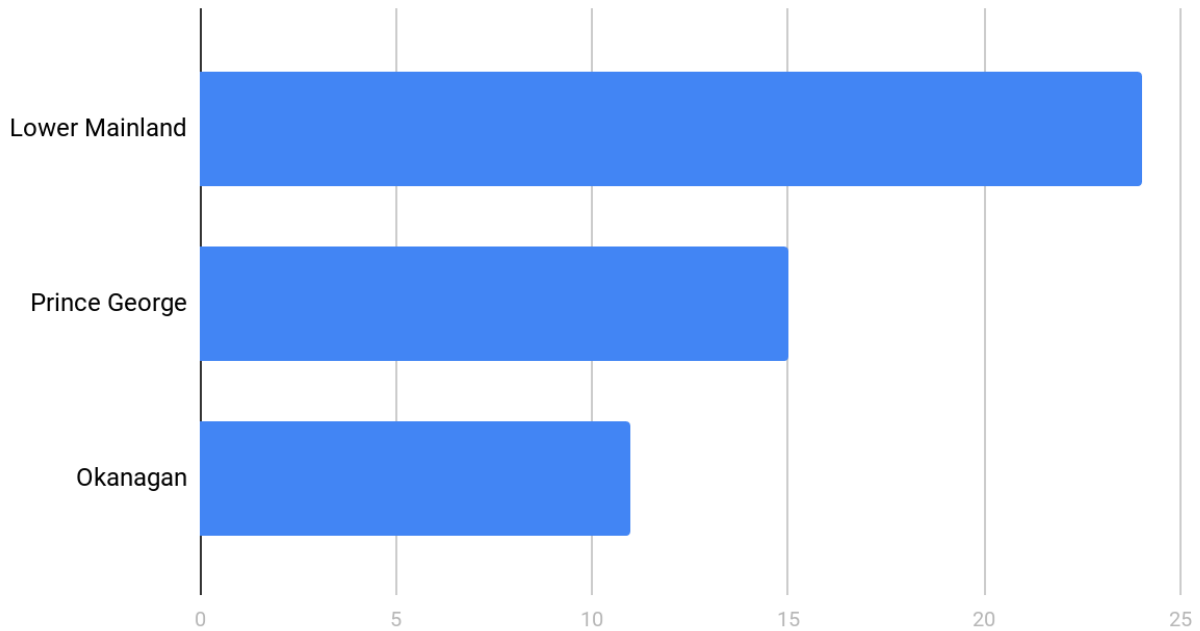
1. 17% of those surveyed didn't know very much or anything about ABCPLD.
2. 41% find the in person meetings/trainings are the biggest benefit of ABCPLD.
3. 9% see ABCPLD as the organization to represent provincial priorities

What are Member Needs?



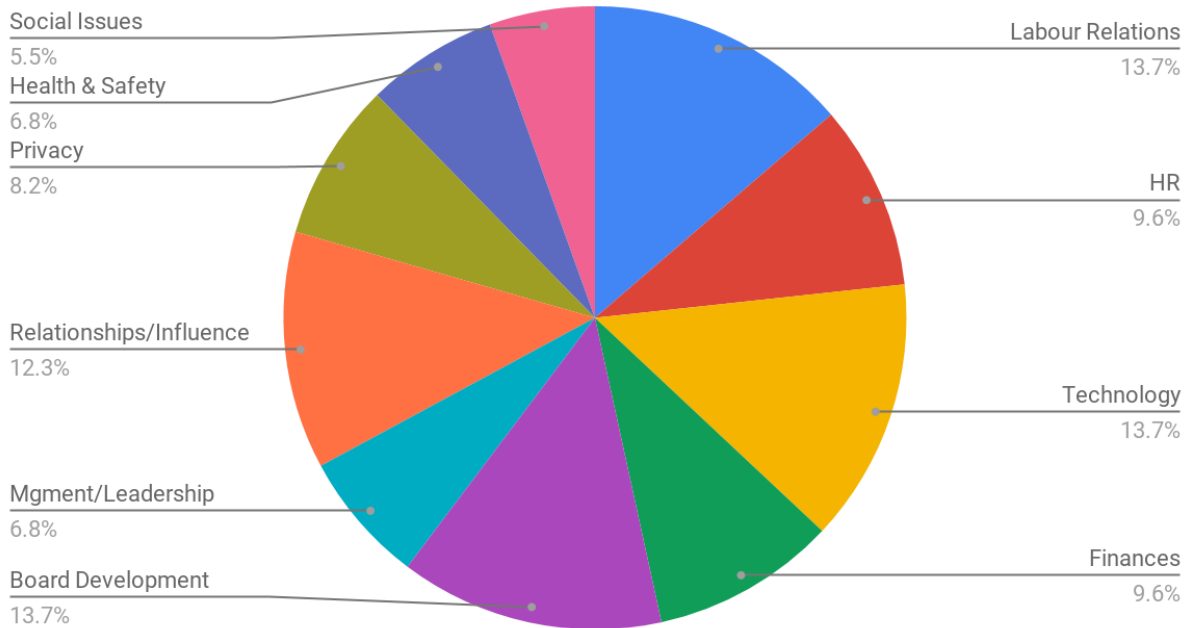
1. Networking: a strong feeling of being disconnected and wanting to have more regular contact with other Directors. This is particularly true of Directors outside the Lower Mainland.
2. Pro D Training: Directors from outside Lower Mainland really need professional development but don't have the funding to attend as much as they'd like or ever. Almost all of them are open to recorded or streamed training as an alternative.
3. 9% said needs are met outside of ABCPLD (CULC, Federations)
4. 6.7% want an ABCPLD website refresh
5. 4% shared about a perceived divide between rural libraries and the Lower Mainland
6. 4% want to learn more about other libraries and receive this information regularly

Where should we host the Fall 2019 Pro D Workshop?



1. Consider that people in the north or the Kootenays would need to take 2 flights to get to each other's area
2. Directors in the Lower Mainland typically have more funding for travel
3. Some Directors in the Lower Mainland prefer to travel out of town because it makes them unplug from their libraries
4. If we hold the meeting outside the Lower Mainland, needs to be in early to mid October for best weather options
5. Many Directors can't afford car rental, so location needs to be by the airport or in a city with mass transit

What are the Pro D Topics you'd like to learn about?



1. Labour Relations: Union, really benefit from more access to legal information, a better understanding of management rights, understand how arbitration is changing the landscape
2. Technology: Digital literacy, tech updates, artificial intelligence
3. Board Development: navigating these relationships, best practices
4. Relationships/Influence for local government: How to influence, win over local politicians and people of influence, how to raise money/approach donors
5. HR: anything HR
6. Finances: budget management and fundraising 101 (mostly from new Directors)
7. 6% want to hear a round table of current projects & issues happening with other libraries
8. Crisis Communications came up as a specific ask from 3 Directors who have been on the receiving end of negative media



The Treasurer's Report will be delivered in person