



To support and represent trustees in advancing public libraries

TO: The BCLTA Membership
FROM: Mike Gagel, BCLTA President (2019-2021)
DATE: February 13, 2020
SUBJECT: Resolutions for Amending the BCLTA Constitution and Bylaws

Background

In October of 2016 the BCLTA Board received an Executive Director report regarding the BCLTA Constitution and Bylaws and the new *Societies Act*. The report outlined the changes in the new Act, the requirements for BCLTA to transition to the new Act, and next steps.

Under Board direction the BCLTA transitioned to the new Act in December of 2016. The transition consisted of legislated updates to the Constitution and Bylaws. The membership was informed of the changes through the website, the *Bulletin*, and the annual report.

The *Societies Act* is at the top of the legislated compliance hierarchy that governs the work of BCLTA. As such the work of BCLTA, since it transitioned to the new Act has followed the Act. At the May 11, 2019 AGM, the BCLTA approved the updating of the BCLTA Constitution and Bylaws that brought the words and intent of the Constitution and Bylaws in alignment with the Act.

The following resolutions for updating the BCLTA Constitution and Bylaws at the 2020 AGM are aligned with the Act and will further support the effective governance of BCLTA

- A. Resolution to Amend Bylaw 2.1 pertaining to BCLTA memberships
- B. Resolution to Amend Bylaw 4.2 pertaining to language regarding terms served by trustees.
- C. Resolution to Amend Bylaw 5.4 pertaining to the conduct of BCLTA Directors

Resolutions

A. Resolution to Amend Bylaw 2.1

Whereas the BCLTA needs to update Constitution and Bylaws to clarify and better define classes of membership *be it resolved* that the BCLTA membership accept the proposed changes to the BCLTA Constitution.

1. The removal of 2.1 “(e) Associate – membership may be granted to a library system or person who has deep interest in libraries. Such members, when recognized by the chair, may speak at Special and General Meetings but may neither hold office nor vote in the Association”.
 - a. There is record of one member in BCLTA holding the membership class of “Associate”. This member will be granted the membership class of “Honourary Life”.
2. The amending of 2.1 (d) from “Honourary/Life – membership is available to persons in British Columbia who have shown distinguished merit in the library field, or persons in British Columbia who have contributed to the development of library service and are appointed by the Board. Such members, when recognized by the Chair, may speak at Special and General Meetings, but may neither hold office nor vote in the Association.

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(d) An Honourary Life Member is nominated through the Board of Directors and elected by the members at the AGM.

The membership is granted to persons in British Columbia who the BCLTA Board of Directors recognize to have shown distinguished service and merit to the BC public library trustee community. Members, when recognized by the Chair, may speak at Special and General Meetings, but may neither hold office nor vote in the Association.

The Honourary Life membership may be removed by a majority vote of the Board of Directors if it is in the best interests of the Society to do so.

Moved by:

- Mike Gagel
- BCLTA President (2019-2021)
- president@bclta.ca

Seconded by:

- Rhonda Sherwood
- BCLTA Director 2018-2020, Vice-chair, Vancouver Public Library
- Contact through execdir@bclta.ca

B. Resolution to Amend Bylaw 4.2

Whereas the BCLTA needs to update Constitution and Bylaws to clarify the language regarding a trustee who no longer serves on a public library board but has left that board in good standing and so therefor may serve on the BCLTA Board of Directors, *be it resolved* that the BCLTA membership accept the proposed change to the BCLTA Constitution.

1. The amending of 4.2 (c) from “Anyone who has served as a trustee on the board of any Institutional Member within the previous two (2) years and has left that Institutional Member board due to having served eight (8) consecutive years on the board, or in the case of regional library boards due to not having been re-elected in local government elections, may be elected to the Board of the Society for one two (2) year term or may be appointed to fill a casual vacancy on the Board as per 4.3 and 4.4.”

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(c) Anyone who has served as a trustee on the board of any Institutional Member within the previous two (2) years and has left that Institutional Member board in good standing, including having not been re-appointed by the municipality, having not been re-elected at an AGM, and having not been re-elected to local government, may be elected to the Board of the Society for one two (2) year term or may be appointed to fill a casual vacancy on the Board as per 4.3 and 4.4.

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C. Resolution to Amend Bylaw 5.4

Whereas the BCLTA needs to update Constitution and Bylaws to better define board expectations of BCLTA Directors *be it resolved* that the BCLTA membership accept the proposed change to the BCLTA Constitution.

1. That the current 5.4 which reads “The directors may regulate their meetings and proceedings as they think fit.”

be changed to

5.4 “The directors may regulate their meetings and proceedings as they think fit. It is expected that all directors arrive to meetings on time, informed, and prepared to contribute to the work of the board with the highest level of fiduciary responsibility and duty of care. All directors will be held accountable by the board.

The following conduct may result in a board decision to suspend or remove a director from the board:

- a) failure to attend 2 regular meetings of the board without its written approval
- b) failure to abide by the rulings of the chair
- c) failure to hold board confidentiality

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