**

*To support and represent trustees in advancing public libraries*

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| **Date** | January 7, 2020 |
| **Location** | Teleconference / Zoom |

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| **Present**  Mike Gagel (Chair)  Rhonda Sherwood  Dave Clark  Caty Liu  Elysia Glover  Babs Kelly, ED (minutes) | **Regrets**  Erin Carlson  **Absent**  Brenda Leigh |

**Board Meeting Minutes**

1. **Call to Order**

Board meeting called to order at 7:18 pm.

1. **Approval of the Agenda**

**Moved** by D. Clark to adopt the agenda.

Seconded by R. Sherwood

*Carried*

1. **Routine Board Business**
   1. Consent Agenda

* Approval of minutes, November 5, 2019
* Correspondence - None
* Executive Director Report: October 29, 2019 to December 29, 2019

**Moved** by C. Liu to receive the Consent Agenda.

Seconded by D. Clark

*Carried*

* 1. President’s Report (verbal)
* Winter break was a quiet time for presidential duties
* Significant time was spent preparing for tonight’s meeting and proposed changes

**Moved** by R. Sherwood to receive the President’s Report.

Seconded by D. Clark

*Carried*

1. **Bookkeeper’s Report**

Treasurer comments

* As pointed out in the report we are nearing year end and as the board has expected revenues are less than expenses, mostly due to the costs of the 2019 Forum which the board planned for and approved the use of Reserve funds to cover.
* The board has been fully informed of the risks in using reserves and the need for ongoing board discussion regarding this risk.

**Moved** by D. Clark that the BCLTA Board of Directors approve the Bookkeeper’s Report.

Seconded by C. Liu

*Carried*

Action Items:

1. **Strategic Discussions**
2. Proposed BCLTA Organizational Change
   * + Board Package, BCLTA Re-organization for Sustainability and Capacity
     + ED verbal comments

**Moved** by C. Liu that this discussion be moved to the in camera portion of the meeting.

Seconded by R. Sherwood

*Carried*

Discussion

* Benefits to the association for there to be two distinct two positions, one being the ED and the other being the Director of Communications and Engagement
* The ED proposal for reorganization is exciting for the potential of increasing capacity and sustainability and what that means for supporting trustees
* The proposal increases the structure of the organization ad should it be approved it may be a challenge to recruit an ED with the necessary qualifications
* The importance of the board’s fiduciary responsibility and duty of care in considering the proposed reorganization
* The proposed reorganization addresses earlier board concerns regarding expanding operations and staff capacity and is a positive change

Seconded by M. Gagel

*Carried*

1. **Review & Adjustment of Strategy**
   1. BC’s Public Library Trustees: Making a difference in BC’s communities
      * Board Package, ED Report

**Moved** by C. Liu that the BCLTA Board of Directors direct the Executive Director to proceed with the trustee volunteer-hour-tracking campaign, “BC’s Public Library Trustees: Making a difference in BC’s communities” as proposed.

Seconded by D. Clark

*Carried*

Action Items:

* 1. Trustee Welcome Letter
     + Board Package, ED Report

**Moved** by M. Gagel that the BCLTA Board of Directors direct the Executive Director to approach the Ministry of Education regarding the possibility of a letter to all trustees acknowledging their work and going forward a letter of welcome to all trustees from the Minister of Education.

Discussion

The board discussed the importance of the Minister acknowledging the role of public library trustees.

Seconded by D. Clark

*Carried*

**7. Policy and Oversight**

1. BCLTA Board Policy Review

* ED verbal

**Moved** by D. Clark that the BCLTA Board of Directors direct staff to draft a new policy manual during the summer of 2020 and to have a draft manual ready for the fall 2020 board retreat.

Seconded by M. Gagel

*Carried*

1. Proposed Board Policy: Programs and Events

* Board Package

**Moved** by R. Sherwood that the BCLTA Board of Directors adopt the proposed Events and Programs Policy 6.0, 6.1, 6.2, and 6.21 to replace the current policies, 6.0 to 6.1.

Discussion

* Importance of policy to support board oversight of programs, events and volunteers.

Seconded by D. Clark

*Carried*

Action Items:

R. Sherwood to send B. Kelly minor edits such as grammar.

B. Kelly to update Policy Manual

* 1. BCLTA Governance Workshop honorarium for volunteer facilitators*.*
* Board Package, Proposed Board Policy: Programs and Events
  + - ED verbal comments

***Moved*** *by M. Gagel that the BCLTA Board of Directors establish an honorarium of $750 for volunteer facilitators who deliver a full-day BCLTA Governance Workshop*

Discussion

* Importance of valuing BCLTA volunteers and increasing revenue and capacity to invest in the volunteers

Seconded by D. Clark

*Carried*

* 1. BCLTA Proposed 2020/21 Budget
     + Board Package (ED verbal comments)

**Moved** by D. Clark that the BCLTA Board of Directors direct staff to execute the budget as proposed.

Discussion

* Forum/AGM and board travel is costly but an integral part of what BCLTA does
* The Governance Workshop Pilot Project is a significant expense but important to provide to the membership
* Other workshops are cost/revenue neutral
* BCLTA can absorb another short-term deficit but needs to increase its revenues

Seconded by E. Glover

*Carried*

**Moved** by R. Sherwood that the BCLTA Board of Directors approve the use of BCLTA reserve funds, up to $25,000 for the BCLTA Governance Workshop Pilot Project.

Discussion

* A funding proposal for the Pilot Project has been sent to the Ministry of Education

Seconded by M. Gagel

*Carried*

* 1. BCLTA AGM Committees
     + Board Package, ED Report

**Moved by** M. Gagel that the BCLTA Board appoints M. Gagel and two Directors, D. Clark and C. Liu to the 2020 Nominations Committee.

Seconded by R. Sherwood

*Carried*

**Moved by** D. Clark that the BCLTA Board appoints E. Glover and M. Gagel to the 2020 Resolutions Committee.

Seconded by R. Sherwood

*Carried*

***Moved by*** *M. Gagel that the BCLTA Board appoints R. Sherwood to the 2020 Financial Review Committee.*

Discussion

All directors are responsible for the report (Quantum Accounting Financial Review) provided by the Financial Review Committee and R. Sherwood invited the directors to be part the process at the AGM.

Seconded by D. Clark

*Carried*

* + - * 1. **Next Meeting**

February 4, 2020

* AGM roles and responsibilities
* Forum details and budget (expect that expenses exceed revenue)
* BCLTA and Ministry of Education vision/commitment statement for excellence in BC public library governance
  + - * 1. **Move to In Camera**

The board moved to in-camera at 8:45 pm.

In camera motions:

**Moved** by D. Clark that the BCLTA extend the current (2019) Bookkeeper contract with Jan Thomas from month start to month end at the hourly rate of $35.02, until the new ED position is filled and the new ED contract staff is in place. If the new ED position is unfilled by Jun 30, 2020, the status quo will remain in effect and the Board will re-convene to evaluate next steps.

Seconded by E. Glover

Adopted

**Moved** by C. Liu that the BCLTA extend the current (2019) Executive Director contract with Babs Kelly from month start to month end at the hourly rate of $41.21, until the new ED position is filled and the ED contract staff is in place. If the new ED position is unfilled by Jun 30, 2020, the status quo will remain in effect and the Board will re-convene to evaluate next steps.

Seconded by D. Clark

Adopted

**Moved** by R. Sherwood that the BCLTA approve the offering of the proposed contract for the position of BCLTA Director of Communications and Engagement at 60 hours per month at the hourly rate of $41.21 to Babs Kelly; this contract to commence once the new ED position is filled and the ED contract staff is in place. If the new ED position is unfilled by Jun 30, 2020, the status quo will remain in effect and the Board will re-convene to evaluate next steps.

Seconded by M. Gagel

Adopted

**Moved** by C. Liu that the BCLTA approve the offering of the proposed contract for the position of BCLTA Bookkeeper at 15 hours per month at the hourly rate of $35.02 to Jan Thomas; this contract to commence once the new ED position is filled and the ED contract staff is in place. If the new ED position is unfilled by Jun 30, 2020, the status quo will remain in effect and the Board will re-convene to evaluate next steps.

Seconded by D. Clark

Adopted

**Moved** by D. Clark that transition to the proposed reorganization begin immediately with the posting of the job invitation for a new Executive Director at 30 hours per month at $43.21 per hour and that the current Executive Director works with the Executive Committee for the successful recruitment and hiring of a new ED and for a successful transition to the proposed reorganization of BCLTA staff contracts.

Seconded by R. Sherwood

Adopted

* + - * 1. **Adjournment**

**Moved** by R. Sherwood to adjourn the meeting at 9:57 pm.

**2020 Meeting Dates**

* February 4th
* March 3rd or April 7th
* April 19th. Board refresh / orientation meeting. The Richmond Public Library Boardroom has been booked for 10:30am to 2:30pm.
* May 5th or June 2nd
* September 1st (this is before Labour Day) or September 8th
* Friday, September 25 to Saturday 26 (potential board retreat to coincide with UBCM Convention begins September 21st in Victoria). Meeting to take place in Richmond, Vancouver or Burnaby.
* November 3rd