

Toronto Public Library Board

Procedural By-law

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The Toronto Public Library Board enacts as follows:

General

1 Definitions Revision A

Abstain To decline to vote for or against a motion.

Adjourn To end the meeting.

Acclamation Unanimous election to office without the need for a vote, where only one candidate is nominated and agrees to stand.

Agenda A list of items of business to be considered at a meeting, arranged in the order in which they are intended to be addressed.

Agenda deadline Six clear days before a regular scheduled meeting.
Revision B

Amendment A formal proposal to change the words of a pending motion.

Board The Toronto Public Library Board

Casting vote A single vote (usually the prerogative of the chair) that decides an issue when the vote has resulted in a tie.

Chair

- .1 For purposes of the Board, the Chair of the Board.
- .2 For purposes of meetings, the person who presides over the meeting.

Chief Executive Officer The Chief Executive Officer appointed by the Board.

Clear days

- .1 For receipt of items for agendas, any days that do not include the day on which the item was received by the Secretary or the day of the Board or Committee meeting.
- .2 For distribution of agendas, any days that do not include the day the Secretary distributes the agenda and the day of the Board or Committee meeting.

Comment: Revision A

Merged together *Definitions* and *Ready Reference Guide* sections to create a single definitions section at the beginning of the By-Law. This will allow for easier reference and is consistent with Council's Procedures.

Comment: Revision B

New definition added to reflect changes to the By-Law:

Closed meeting A meeting held in private, at which only Board Members, the Chief Executive Officer and persons authorized by the Board may be present.

Committee An advisory or other committee, sub-committee or similar group appointed by the Board are all Members of the Toronto Public Library Board.

Council The Council of the City of Toronto.

Ex officio By virtue of office or position.

First meeting After a municipal election, the first meeting of the new Board following its appointment by Council. In other years, the first meeting of the Board in the calendar year.

Floor, on the The current subject of debate

Floor, to have the To have the right to speak without interruptions except on a Matter of Privilege or a Point of Order

Informal consideration The entire Board meeting on a more informal basis than generally required under this By-law, as permitted by section 45 of this By-law.
Revision B

Comment: Revision B
New definition added to reflect changes to the By-Law:

Library The Toronto Public Library.

Member A member of the Toronto Public Library Board.

Minutes The legal record of the Board's, or a committee's, proceedings and decisions.

Motion A formal proposal placed before the meeting by one Member, the mover of the motion, for debate and decision.

Motion without notice A motion to introduce new business for which no notice has been given.
Revision B

Comment: Revision B
New definition added to reflect changes to the By-Law:

Move To formally propose a motion or amendment.

Mover The person who proposes a motion or amendment.

Notice of motion A motion to introduce new business for which notice is considered to have been given.
Revision B

Comment: Revision B
New definition added to reflect changes to the By-Law:

Objection	A way for a Member to express disagreement with a proposed course of action or ruling by the Chair.
Order	Behaviour in a meeting which allows Members to conduct business without disruption.
Order, call the meeting to	An announcement by the Chair to indicate that he or she is about to start the meeting and a way for the Chair to enforce discipline in the meeting after procedural rules have been broken.
Order, call a Member to	A way for the Chair to point out to a Member that he or she has broken the procedural rules or is speaking out of turn.
Order, point of	A way for a Member to draw attention to a breach of the rules.
Precedence	The order in which motions and amendments are discussed and voted on as identified in section 49 of this By-law.
Procedural motion	A motion described in section 47 of this By-law.
Public presentation Revision C	One or more members of the public who address the Board.
Recess	A short break during a meeting.
Quorum	The minimum number of Members who must be present at a meeting to make the proceedings valid.
Recorded vote	A vote in which each Member is asked individually and publicly to announce his or her vote for or against the motion. .
Rescind	To revoke a previous decision
Resolution	A motion that has been moved, seconded and carried
Robert's Rules of Order Revision B	The most current version of "Robert's Rules of Order Newly Revised"
Ruling	A decision by the Chair on a procedural point.

Comment: Revision C
Replaced the term "deputation" with "public presentation" because it is a more commonly understood term which is also consistent with Council's Procedures.

Comment: Revision B
New definition added to reflect changes to the By-Law:

Second	To formally endorse a motion or amendment immediately after it has been moved.
Seconder	The person who formally endorses consideration of a motion or amendment.
Secretary	The Secretary of the Board.
Show of hands	The usual way of voting in a meeting where those for and those against the motion are asked in turn to raise their hands, the hands are counted, the result announced and the motion declared either carried or lost.
Simple majority	One more than half.
Tie vote	An equal number of votes for and against a motion.
Time limit	Depending on the context, either: <ol style="list-style-type: none"> .1 the maximum time allowed for a speech by an individual Member as set by the Chair; or .2 the time previously established to adjourn the meeting, both of which may be extended by resolution.
Treasurer	The Chief Financial Officer of the Board.
Two-thirds majority	Two-thirds, or the closest whole number that is greater than two-thirds.
Unparliamentary language	Words or expressions which are disrespectful or offensive, including swearing and derogatory and racist remarks.
Urgent matter Revision D	Matters that cannot be delayed for reasons of health, safety, emergency, financial or legal deadline or prudent management.
Vice-Chair	The Vice-Chair of the Board.
2 Only By-law Revision E	This By-law replaces the previous Procedural By-law of the Board originally adopted by the Board at its meeting

Comment: Revision D
Updated the Urgent Matter definition to also specify that it applies to situations of financial urgency which is consistent with Council's procedures

Comment: Revision E
Removed the references to the previous By-Laws of the former library boards prior to amalgamation.

It is proposed that the previous By-Law originally enacted in January 1998 be repealed and replaced with the revised 2008 By-Law. A new By-Law is required because a number of amendments are recommended arising from this review.

held on January 15, 1998, as amended.

This By-law replaces all previous By-laws of the library boards of the former borough of East York, the former cities of Etobicoke, North York, Scarborough, Toronto, and York and the former municipality of Metropolitan Toronto and takes effect on the date it is adopted by the Board.

3 Head office

The head office of the Board will be at the Toronto Reference Library, 789 Yonge Street, Toronto, Ontario, M4W 2G8.

4 Language

The Board will conduct its meetings and business in English.

4 Corporate seal

Revision F

The Board will have a corporate seal, an impression of which is affixed on the title page of this By-law. This seal will be affixed under the signature of the signing officers authorized by the Board to all deeds, contracts, documents or other instruments requiring the seal.

Comment: Revision F

The previous Corporate Seal section has been deleted because it is not relevant to the Board's procedures and is addressed in the *Public Libraries Act*.

5 Objectives

Revision G

The Board will provide a comprehensive, efficient and accountable public library service that reflects the unique needs of the City of Toronto.

Comment: Revision G

The previous Objectives section has been deleted because it is not relevant to the Board's procedures and is addressed in the *Public Libraries Act*.

Board Officers and Appointees Revision H

5 Officers

The Board will have the following officers:

1. Chair
2. Vice-Chair

Comment: Revision H

Separated Board Officers and Appointees into separate sections which is consistent with the *Public Libraries Act*. According to the *Public Libraries Act*, the Board has two officers: Chair and Vice-Chair and appoints the Chief Executive Officer, Secretary and Treasurer. The *Public Libraries Act* also permits that the same person may be both the Secretary and the Treasurer, and the Chief Executive Officer.

6 Chair

The Chair:

- .1 establishes the Board agenda in consultation with the Secretary;
- .2 presides at Board meetings;
- .3 represents the Board;
- .4 serves as an ex-officio member of all Committees;
- .5 will not commit the Board to any course of action

unless directed by the Board.

7 Vice-Chair

The Vice-Chair:

- .1 presides at Board meetings:
 - .1 if the Chair is absent from the meeting;
 - .2 for any periods during which the Chair is present at the meeting but temporarily leaves the chair;
 - .3 for the discussion of any item in which the Chair has declared a **conflict of interest**
Revision I.
- .2 performs the remaining duties of the Chair if the Chair is unable for any reason to perform them.

Comment: Revision I
The reference to "pecuniary interest" has been replaced with "conflict of interest." This change is consistent with the language derived from the *Municipal Conflict of Interest Act*.

8 Acting Chair

- .1 If both the Chair and the Vice-Chair are absent from a Board meeting or are unable to take the chair, the Board will elect an Acting Chair from among the Members present. The Secretary will conduct the election.
- .2 While presiding, the Acting Chair will have all the rights, duties and responsibilities of the Chair.

9 Term of Chair and Vice-Chair

- .1 The Chair and Vice-Chair will each hold office for one year, and until a successor is appointed.
- .2 The Chair and Vice-Chair may be removed from office by a two-thirds majority vote of the Board.
- .3 If either the Chair or the Vice-Chair resigns or is removed from office, their successors will hold office for the balance of their term.

10 Procedure for election of Chair and Vice-Chair **Revision J**

1. The Board will elect a Chair and a Vice-Chair by majority vote at its First Meeting.

Procedures for Electing the Chair of the Board

2. The Secretary will take the chair to conduct the election of the Chair.

Comment: Revision J
Additional details to help clarify elections have been added to the procedures. There is no change in process resulting from the additional details. Procedures reflect current practice.

3. The Board Secretary shall call for nominations.
To be valid:
 - a. A nomination must be moved and seconded;
 - b. The nominee must agree to stand for election to the position
4. A nominee for the position of Chair requires the vote of a majority of the Members present to be elected. A person who is not present at the meeting may be nominated, but must provide written consent to the Secretary in advance of the meeting.
5. Nominations will be closed by motion.
6. If there is only one nomination, the Secretary will declare that person duly elected by acclamation.
7. When more than one nominee stands for election, a vote shall be taken.
8. If there are two or more nominations, the Secretary will conduct the vote and voting will be by show of hands. Each member may vote for only one person (who may be him or herself). The Secretary will announce the number of votes cast for each candidate.
9. If there are two nominations, the Secretary will declare the person with the highest number of votes elected. If the result is a tie, the Secretary will reopen nominations and call for another vote. If there is still a tie, the Secretary will supervise the drawing of lots to decide who is elected. (For the purpose of this subsection, "lot" means the method for determining the candidate to be excluded or the candidate to fill the position, as the case may be, by placing the names of the candidates on equal size pieces of paper placed in a box and one name being drawn by the Board Secretary.)
10. If there are three or more nominations, the person with the lowest number of votes after the first ballot will be dropped from voting, and balloting will be repeated until a winner is declared.

Procedures for Electing the Vice Chair of the Board

The Vice Chair shall be elected in the same manner as the Chair.

11 Appointees

In accordance with the *Public Libraries Act*, the Board will appoint individuals to the following positions:

- .1 Chief Executive Officer, who will also be deemed appointed to the position of Secretary of the Board
- .2 Treasurer

12 Secretary
Revision K

.1 The Chief Executive Officer will be an employee appointed by the Board to supervise and direct the operations of the Library and its staff, and will also be the Secretary of the Board but may delegate that function to a Library employee who may, in turn at his or her discretion, designate another Library employee to perform some of the Secretary's functions.

.2 The Secretary or his or her designate will be present at all meetings of the Board and its Committees.

.3 The Secretary will:

- .1 maintain the Board's By-laws, policies, minutes, correspondence, lists of Members, meeting schedules and other official records;
- .2 advise the Chair on procedures and By-laws;
- .3 facilitate meeting arrangements;
- .4 keep minutes of every Board and Committee meeting;
- .5 give notice of Board and Committee meetings.

Comment: Revision K

Reference to the fact that the Chief Executive Officer is an employee of the Board has been deleted because it is covered in the *Public Libraries Act* and is not procedurally relevant.

The By-Law has been revised to allow the CEO to delegate the function of Secretary to a Library employee who may in turn designate another Library employee to perform some of the Secretary's functions. In practice, this allows the Chief Executive Officer more flexibility to delegate clerk support type functions to another library staff member.

13 Treasurer

The Treasurer will be an employee appointed by the Board **Revision K** will receive, keep safely and account for all money of the Library and will open bank accounts, deposit money into those accounts and disburse funds as required by provincial and federal legislation, City and Library By-laws, and Board

Comment: Revision L

Reference to the fact that the Treasurer is an employee of the Board has been deleted because it is covered in the *Public Libraries Act* and is not procedurally relevant.

resolutions.

Meetings

14 Rules of order for meetings	In proceedings of the Board or its Committees where matters arise not addressed by this By-law, the Chair will rule on the matter in consultation with the Secretary, and may use Robert's Rules of Order Revision M as an aid in ruling.
15 Scheduled meetings	<p>.1 The Board will hold at least ten scheduled meetings each year.</p> <p>.2 The schedule of Board meetings for the year, including the dates, time, locations and time limit for meetings, will be approved at the First Meeting. In accordance with the <i>Public Libraries Act</i>, the schedule will include regular monthly meetings from January to June and from September to December.</p> <p>.3 The meeting schedule and approved revisions will be posted in all Library branches.</p> <p>.4 Any change in the date, time or location of any meeting must be approved by Board resolution.</p>
16 Special meetings	<p>.1 Special meetings of the Board may be held at any time at the call of the Chair or any two Members.</p> <p>.2 There must be at least one clear day between Members' receipt of the notice of special meeting and the day of the meeting.</p> <p>.3 Notice will be given by the Secretary in writing (which includes facsimile transmission ("fax") or electronic mail) or by telephone. If telephone notice is given, it will be confirmed by a written notice before the special meeting.</p> <p>.4 The purpose of the special meeting must be stated in the notice and no other business will be</p>

Comment: Revision M

Robert's Rules of Order is now the aid for ruling when matters arise not addressed by the By-Law. Council uses Robert's Rules of Order as its aid in ruling as well as many other Ontario public library boards. The *Standing Orders of the Legislative Assembly of Ontario* that was previously referenced in the By-Law as the Board's aid in ruling is more suited to larger assemblies whereas Robert's Rules of Order offers procedures for Boards of various sizes.

transacted at that special meeting without the consent of the majority of the Board.

17 Notice of meetings

- .1 Members will receive notice in writing of every meeting.
- .2 The notice must include the date, time, time limits, location and agenda of the meeting.
- .3 Notice may be sent by fax, electronic mail or courier.
- .4 Notices will be sent to a Member at the street address, fax number or electronic mail address provided by the Member to the Secretary.
- .5 For scheduled meetings, there must be at least three clear days between sending the notice to the Member and the day of the meeting.
- .6 Lack of receipt of notice by any one Member will not invalidate the meeting.
- .7 Notices of meetings and agendas will be posted in all Library branches **and on the website**
Revision N.

Comment: Revision N
Specified the current practice of posting meeting notices on the Library's website.

18 Agenda **Revision O**

- .1 The Chair will establish an agenda for each meeting in consultation with the Secretary. The agenda will include: call to order; **declarations of conflicts of interest; approval of agenda;** confirmation of minutes; public presentations; considerations of communications and reports; **consideration of new business from Library officials, notices of motion, and motions without notice;** and adjournment.
- .2 Matters proposed for Closed meeting consideration will be indicated on the public agenda.
- .3 The order of business set out in the agenda may be changed only by Board resolution.
- .4 Items appearing on a meeting agenda which are

Comment: Revision O
The Agenda section has been updated by:
 • specifying that declarations of interest refers to *declarations of conflicts of interest* which is consistent with the Municipal Conflict of Interest Act.
 • adding agenda approval which reflects the Board's current practice.
 • adding consideration of new business from Library officials, notices of motion and motions without notice to reflect the proposed new procedures to address adding new business items to Library Board meetings. Details are provided in section 19.

The previous sections 3-5 which specified how the Board treats new business have been deleted and are replaced by section 19 *Adding New Business to Library Board Meetings*.

not dealt with by the Board at that meeting will be deferred to the next meeting, or removed from the agenda by resolution.

19 Adding New Business to Library Board Meetings

Revision P

.1 New Business from Library Officials

1. can be introduced if the Library official has met the agenda deadline;
2. can also be added to the agenda after the agenda deadline if it relates to an Urgent Matter.

.2 Notices of Motion by Board Members

1. require provision of written notice respecting the new business to the Secretary prior to the agenda deadline; and
2. must be in a form that the Secretary approves and be signed by the Board member moving it and the Board member who seconds it. No signature required for notices received via email.

.3 Motions without Notice by Board Members

1. must be in a form that the Secretary approves and be signed by the Board member moving it and the Board member who seconds it;
2. must relate to an Urgent Matter;
3. must be reviewed by the Secretary in consultation with the Chair to ensure the matter addressed by it is an Urgent Matter;
4. are listed on the agenda if the Secretary and Chair agree that it deals with an urgent matter;
5. even if it fails to comply with the requirements of section 19.3.1, 19.3.2 and 19.3.3, can be considered by the Board by a two-thirds vote of the Members present and voting; and
6. if the Secretary and Chair do not agree that the

Comment: Revision P

The process for introducing new business to Library Board meetings has been revised with the proposed introduction of a notice of motions process similar to Council's. Section 19 procedures represent a simplified version based on Council's procedures that is more suited to a public library board.

The adoption of a notice of motions process ensures that Library Board members have appropriate notice to consider and make decisions about new business items. For urgent matters, it may not be possible to provide a notice of motion. As a result, the procedures identify motions without notice to address these types of situations. The procedures identify how the Library Board treats:

1. New Business from Library Officials
2. Notices of Motions by Board Members
3. Motions without Notice
4. Making a Motion Without Notice during a Board Meeting
5. A member of the public may introduce business to the Board agenda either through a communication or a request to address the Board.

motion without notice deals with an Urgent Matter, the Secretary refers it to the next Board meeting and presents a list of these motions without notice to the Board for information only.

.4 Making a Motion without Notice during a Board Meeting

.1 A Member may make a motion without notice during a meeting if it complies with the requirements outlined in sections 19.3.1 and 19.3.2; the Chair reviews it in advance; the Chair agrees that it concerns an Urgent Matter and allows the Member to ask the Board's permission to introduce the motion without notice; and

.2 two thirds of all Members (9 members) vote in favour of its introduction.

.5 A member of the public may introduce business to the Board agenda either through a communication or through a request to address the Board as provided in sections 37 through 40.

20 Communications

.1 Communications may be made by letter, fax, or electronic mail addressed to the Board, to the Chair or to the Secretary.

.2 Communications must:

.1 be in a legible hand-written or printed form;

.2 contain a name, address and telephone number, fax number if delivered by fax, or electronic mail address if delivered by electronic mail;

.3 contain a signature unless delivered by electronic mail.

.3 Communications received by the Secretary by the agenda deadline **Revision Q** for a meeting will be included on the agenda.

.4 Communications received by the Secretary after

Comment: Revision Q

The Agenda Deadline has been defined in the definitions section and applies to all references in the procedures. The agenda deadline of 6 clear days before a regularly scheduled meeting remains unchanged from the current By-Law.

the agenda deadline for a meeting may be dealt with by the Board after adoption of a Board resolution to deal with the matter. These communications will be treated in the same way as new business items as described in section 19.

21 Tabled documents

- .1 Supporting documents for items on the Agenda not available by the Agenda deadline or new business **Revision R** introduced after the agenda deadline may be distributed prior to the meeting or at the meeting.
- .2 No other materials may be distributed at Board meetings without the consent of the Chair.

Comment: Revision R
Specified that documents related to new business items can also be tabled and distributed prior to the meeting or at the meeting.

22 Time limit for meetings

- .1 The established time limit for meetings may be extended at a meeting by Board resolution.
- .2 Items on the agenda that have not been concluded by the time limit or the extended time limit for the meeting will be re-submitted on the agenda of the next regular meeting unless a special meeting is called for the purpose of considering those items.
- .3 A special meeting will not be adjourned until the business on the agenda of that meeting is complete, or until the Board determines a time and date to continue the meeting unless the Chair has been authorized by the Board to determine a time and date for continuation of the meeting.

23 Public meetings **Revision S**

According to the *Public Libraries Act*, all meetings of the Board and its Committees will be open to the public, except as provided in section 24 described below.

Comment: Revision S
Specified that the Library Board will hold open meetings according to the *Public Libraries Act*. Previously, there was no reference to the *Public Libraries Act*.

24 Closed meetings **Revision T**

For closed meetings, the Board follows the *Public Libraries Act*, section 16 as outlined below.

Closed meetings

Comment: Revision T
This section has been revised to specifically quote section 16 of the *Public Libraries Act* that provides the authority for closed meetings in certain circumstances. There is no change in practice

- (4) A meeting or part of a meeting may be closed to the public if the subject matter being considered is,
- (a) the security of the property of the Board;
 - (b) personal matters about an identifiable individual;
 - (c) a proposed or pending acquisition or disposition of land by the board;
 - (d) labour relations or employee negotiations;
 - (e) litigation or potential litigation, including matters before administrative tribunals, affecting the Board;
 - (f) advice that is subject to solicitor-client privilege, including communications necessary for that purpose;
 - (g) a matter in respect of which a board or committee of a board may hold a closed meeting under another Act.

Other criteria

- (5) A meeting shall be closed to the public if the subject matter relates to the consideration of a request under the *Municipal Freedom of Information and Protection of Privacy Act* if the board or committee of the board is the head of an institution for the purposes of the Act.

Resolution

- (6) Before holding a meeting or part of a meeting that is to be closed to the public, a Board or committee of the board shall state by resolution,
- (a) the fact of the holding of the closed meeting; and
 - (b) the general nature of the matter to be considered at the closed meeting.

Open Meeting

- (7) Subject to section (8), a meeting shall not be

closed to the public during the taking of a vote.

Exception

(8) A meeting may be closed to the public during a vote if,

(a) subsection (4) or (5) permits or requires the meeting to be closed to the public; and

(b) the vote is for a procedural matter or for giving directions or instructions to officers, employees or agents of the board or committee of the board or persons retained by or under contract with the board.

25 No disclosure of closed meeting deliberations	.1 No person will disclose the deliberations or discussions that occurred at a closed meeting unless the Board has authorized that disclosure.
26 Notification of absence	<p>.1 Members will notify the Secretary if they:</p> <ul style="list-style-type: none"> .1 will not be attending; .2 will be arriving late for; or .3 will be leaving early from; <p>any meeting of the Board or a Committee.</p> <p>.2 The Board will notify Council if any Member is absent from the meetings of the Board for three consecutive months if the absence is not authorized by a Board resolution.</p>
27 Quorum	<p>.1 The quorum for Board meetings is a majority of the Members.</p> <p>.2 If no quorum is present within thirty minutes after the time fixed for a meeting of the Board, or the resumption of a meeting after adjournment, or should a quorum be lost for a period of thirty consecutive minutes, the meeting will be cancelled and the Secretary will record the</p>

names of the Members present. **Revision U**

Comment: Revision U

This section has been revised to clarify the procedures for quorum related to waiting periods. In the previous version of the By-Law, there was confusion around the extension period and the total waiting period for quorum. In reviewing other Library Board By-Laws and the Toronto Police Services Board By-Law, a 30 minute total waiting period is recommended.

- .3 The meeting will stand adjourned until the next scheduled meeting or the Chair calls a special meeting.
- .4 To ensure that the Chair knows when a quorum may be lost during the meeting, Members will inform the Chair each time they leave or re-enter the meeting.
- .5 If a quorum is not possible because of the number of members disabled from participating due to declared conflicts of interest under the **Municipal Conflict of Interest Act Revision V**, the remaining Members will constitute a quorum. However, a quorum may never be less than two.

Comment: Revision V

Specifying that this is a requirement of the *Municipal Conflict of Interest Act*

28 Cancellation of meeting due to lack of quorum

- .1 The Secretary, after consultation with the Chair, will cancel a Board or Committee meeting if notice has been received from a majority of the Members that they will not be present.
- .2 The Secretary will ensure that all Members are promptly notified of the cancellation.

29 Meeting procedures

- .1 The Chair will preside at all meetings of the Board, maintain order, decide whether motions are in order and rule on all procedural matters.
- .2 If the Chair is not present within fifteen minutes after the time set for the meeting to begin, the Vice-Chair will call the meeting to order and will preside for that meeting or until the arrival of the Chair.
- .3 If both the Chair and the Vice-Chair are not present within 15 minutes after the time for the meeting to begin, the Secretary will call the meeting to order and will preside for the election of an Acting Chair.
- .4 The Chair will not take part in the discussion of any item while in the chair. The Chair will ask the Vice-Chair (or if the Vice-Chair is not

present, any other Member) to preside while the Chair participates in the discussion.

- .5 The Chair will:
 - .1 maintain a list of Members who have signaled the Chair that they wish to speak or ask questions;
 - .2 recognize Members in the order in which they signaled that they wished to speak or ask questions.
 - .6 A Member who has already spoken may speak again only after all other Members have been given the opportunity to speak.
 - .7 A Member may not speak more than twice on an issue without a Board resolution.
 - .8 If the Chair rules that a question is properly one of privilege and admissible, it must be dealt with immediately.
 - .9 The Chair's rulings on order or procedure are not debatable, but may be appealed by any Member by motion, duly seconded. If the motion is carried, the Chair's decision is overturned.
 - .10 If the Chair rules that a motion is contrary to the rules of the Board, the Chair will tell the Members immediately before putting the question, and will cite the rule or authority applicable to the case without argument or comment.
 - .11 The Chair may place time limits on speeches. The time limit must be announced before the debate begins and must be the same for all Members.
 - .12 The Chair will not put any matter to the vote, nor will any Member move a procedural motion to have the vote taken, until every Member who wishes to speak has spoken at least once.
-

30 Conduct of Members

- .1 A Member will be courteous and will not engage in any action which disturbs the meeting.
- .2 A Member will not:
 - .1 use unparliamentary or offensive language, including any expressions or statements in debate or in questions that attribute false or undeclared motives to another Member, charge another Member with being dishonest, be abusive or insulting or cause disorder;
 - .2 make any noise or disturbance that prevents Members from being able to participate in the meeting;
 - .3 interrupt another Member who is speaking, except to raise a Matter of Privilege or a Point of Order;
 - .4 disobey the rules of the Board, or disobey a decision of the Chair or the Board on questions of order or practice or on the interpretation of the rules of the Board.
- .3 A Member who wishes to speak will signal the Chair by a raised hand and will wait for recognition by the Chair.
- .4 All remarks and questions, including questions intended for another Member or staff, will be addressed to the Chair.
- .5 The Chair may deny a Member the right to speak on a particular topic if the Member is disruptive or persistently interrupts others.
- .6 The Chair may exclude a Member from the meeting who has been given a warning but continues to disregard the rulings from the Chair.

31 Conduct of the public

- .1 Members of the public will be courteous and will not engage in any action which disturbs the meeting.

- .2 Members of the public will not:
 - .1 make any noise or disturbance that prevents Members from being able to participate in the meeting;
 - .2 address the Board without a prior appointment or without the permission of the Board at the meeting;
 - .3 use unparliamentary or offensive language.
- .3 The Chair may exclude any person from the meeting for improper conduct.

32 Conflict of Interest

- .1 Members must observe the requirements of the *Municipal Conflict of Interest Act* by declaring any pecuniary interest they have, directly or indirectly, in any matter before the Board.
- .2 A Member must declare any pecuniary interest at the beginning of the meeting, on arrival at the meeting, or if not present at the meeting, at the next meeting attended.
- .3 A Member who has declared a pecuniary interest in a matter must not take part in the discussion, must not vote, and must not try to influence the voting, on the matter.
- .4 If the discussion takes place in a Closed meeting, the Member must leave the room.
- .5 All declarations of interest are recorded in the public minutes. Declarations made in public must also specify the general nature of the interest declared. Declarations made in a Closed meeting are recorded in the public minutes but do not have to specify the nature of the interest.

33 Motions

- .1 All decisions will be made on the basis of

motions.

- .2 A motion will not be debated until it has been moved and seconded.
- .3 A motion that has been moved and seconded can be withdrawn only by motion of the original mover, seconded and carried.
- .4 There will be only one substantive motion before the meeting at any one time. This rule does not prevent procedural motions.
- .5 An amendment may be made to a motion, but may not negate the main motion or materially alter the intent.

34 Voting

- .1 All matters will be decided by a majority vote of the Members present, except for a matter that requires a two-thirds majority vote as a result of the requirements of this By-law.
- .2 Each Member will have only one vote on each question.
- .3 A Member must be present when the question is put in order to vote.
- .4 All Members present when the question is put shall vote, unless prohibited by statute and abstentions are not allowed. Any Member who refuses to vote is deemed to have voted against the motion except where prohibited from voting by statute.
- .5 The Chair or Acting Chair must vote with the other Members on all questions.
- .6 Voting on all motions will be by a show of hands.
- .7 In the event of a tie vote, the Chair has no casting vote and the question is deemed lost.
- .8 A motion to reconsider is required to reopen a matter once the result of the vote is announced.

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| 35 Recorded vote | <p>.1 The Chair will conduct a recorded vote if requested by any Member.</p> <p>.2 The request must be made:</p> <p style="padding-left: 40px;">.1 immediately before the start of voting, or</p> <p style="padding-left: 40px;">.2 immediately after the result of the vote is announced.</p> <p>.3 The Secretary will record the name and vote of every Member for the minutes and announce the results to the Chair.</p> <p>.4 Results of the vote, including the name and vote of every Member, will be announced by the Chair immediately after the recorded vote has taken place.</p> |
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| 36 Motion to reconsider | <p>.1 After the result of the vote is announced, any Member who voted with the majority may move a motion to reconsider:</p> <p style="padding-left: 40px;">.1 at the same meeting by way of a motion without notice during a Board meeting following the procedures outlined in section 19.4: or</p> <p style="padding-left: 40px;">.2 at a subsequent meeting by way of a notice of motion or motion without notice following the procedures outlined in sections 19.2 or 19.3.</p> <p>.2 In situations where there has been no recorded vote, the vote shall be deemed to have been unanimous in respect to all Members who participated in the vote. Revision W</p> <p>.3 No discussion of the matter will be allowed until the motion to reconsider has carried.</p> <p>.4 No matter will be reconsidered more than once in a twelve-month period.</p> |
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Comment: Revision W

It is suggested that the Motion to Reconsider be revised to reflect the revisions in Section 19 for introducing new business. Depending on when the Motion to Reconsider is moved, whether it's during a meeting, at a subsequent meeting by way of notice of motion or motion without notice it would follow the section 19 procedures.

It is also recommended that procedures be revised to include a process for treating a motion to reconsider in cases where there has been no recorded vote. The recommended process is similar to Council's Procedures and would specify that in situations where there has been no recorded vote, the vote shall be deemed to have been unanimous in respect to all Members who participated in the vote.

Addressing the Board

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| 37 Appointment required to address the Board | An appointment or the consent of the Board or the appropriate Committee is required for a member of the public to address the Board or that Committee. |
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| 38 Requests for an appointment to address the Board | <ul style="list-style-type: none">.1 All requests for an appointment to address the Board or a Committee must be made in writing, by letter, fax or electronic mail addressed to the Secretary, Toronto Public Library Board, 789 Yonge Street, Toronto, Ontario, M4W 2G8, and must include:<ul style="list-style-type: none">.1 the name, address and telephone number fax number if delivered by fax, or electronic mail address if delivered by electronic mail, of the person, organization or group wishing to address the Board;.2 a signature unless delivered by electronic mail; and.3 an outline of the submission to be made, and any relevant documentation. |
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| 39 Where the subject is already on the agenda | <ul style="list-style-type: none">.1 If the subject matter of the address is already on the agenda and:<ul style="list-style-type: none">.1 the request is received by the Secretary at least 48 hours before the relevant Board or Committee meeting; and.2 the applicant has complied in all respects with section 38;the Chair will grant the request..2 If the subject matter of the submission is already on the agenda, but:<ul style="list-style-type: none">.1 the request is received by the Secretary less than 48 hours before the relevant |
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Board or Committee meeting; or

- .2 the applicant has not complied in all respects with section 38;

the Chair will place the request before the Board at that meeting.

- .3 When considering a request pursuant to section 39.2, the Board may decide:
 - .1 to hear the submission at that meeting, but require the filing of a written outline with the Secretary within seven days of the meeting; or
 - .2 to defer hearing the submission until the applicant has complied in all respects with section 38.

40 New Matters

- .1 Requests to address the Board or a Committee on new matters not on the agenda must be received by the Secretary by the agenda deadline for the relevant Board or Committee meeting, and must meet the requirements of section 38.
- .2 If the applicant has met the requirements of section 40.1, the Secretary will place the request on the agenda of the first Board or Committee meeting following the request as a communication. The Board or Committee will decide by resolution whether or not to grant the request.
- .3 If the Board or Committee grants the request, the matter will be considered at the Board or Committee meeting. **Revision X**
- .4 Submissions will be heard by the Committee assigned responsibility for the subject matter of the submission unless no Committee has been assigned responsibility, or the Board or Committee decides that the subject matter or circumstances make it appropriate for the

Comment: Revision X

The New Matters section has been updated to clarify that requests for public presentations which meet the agenda deadline of six clear days and appropriate format requirements will be placed on the agenda of the first Board or Committee meeting following the request. The references to "next" have been deleted to avoid any confusion.

submission to be heard by the Board.

41 Limits of speeches	<ul style="list-style-type: none">.1 All speakers are limited to five minutes, except that:<ul style="list-style-type: none">.1 the Board or Committee, by resolution, may extend a speaker's time to a maximum of fifteen minutes;.2 a speaker's time does not include time spent in answering questions from Members, but answers must be kept brief..2 Organizations and groups are allowed up to two speakers..3 Speakers will not be heard twice on the same matter at any one meeting except when permitted by Board or Committee resolution.
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42 Names and addresses of speakers	The Secretary will obtain the name and address of everyone who addresses the Board.
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Minutes

43 Minutes of meetings

- .1 The Secretary will keep minutes of all Board and Committee meetings.
- .2 The minutes will record:
 - .1 the place, time and date of the meeting;
 - .2 the name of the Chair, the Members present, and the Members absent;
 - .3 any correction to, and the adoption of, the minutes of the previous meeting;
 - .4 all resolutions.
- .3 Reference will be made in the minutes to an agenda item discussed in a Closed meeting.
- .4 The minutes will record that a motion was carried or defeated, with no count of the vote, unless the vote was recorded. For recorded votes, the Members' name and corresponding vote will be recorded in the minutes after the Chair has announced the results.
- .5 At the next meeting the minutes of the previous meeting will be considered and, after the minutes have received approval or approval as amended by the majority of the Members present, they will be signed by the Chair or the appropriate Committee chair.

Committees, task forces and working groups

Revision Y

Comment: Revision Y

The references to task forces and working groups have been deleted because the procedures in this section are specific to committees of the Board.

44 Committees

- .1 The Board may establish Committees as required.
 - .2 The rules applicable to Board meetings in this By-law apply to Committee meetings except that:
 - .1 the quorum for a Committee will be set by the Board;
 - .2 there is no time limit for meetings;
 - .3 the rules of procedure for Informal Consideration (section 45) will apply.
 - .3 The Board will approve the terms of reference and membership of all Committees. The terms of reference will include the Committee purpose, time-frame for undertaking its activities, and the requirements for quorum. Committees will select a Chair at their first meeting.
 - .4 The Chair of the Board will be an ex officio voting member of each Committee.
 - .5 All Members will be notified of, and may attend, all Committee meetings.
 - .6 Committee decisions are not binding on the Board. A Committee will report its activities and recommendations to the Board.
 - .7 Minutes of Committee meetings will be kept in accordance with section 43.
 - .8 The Board will review the need for continued existence and membership of all Committees at its First Meeting.
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- 45 Informal Consideration**
Revision Z
- .1 The Board may resolve, by motion, that a question be considered informally.
 - .2 The Chair of the Board will Chair during Informal Consideration.
 - .3 The rules governing the procedure of the Board and the conduct of Members will be observed during Informal Consideration, so far as they are applicable, except that:
 - .1 a motion does not need to be seconded;
 - .2 the number of times a Member may speak on any question is not limited;
 - .3 no Member shall speak more than once until every Member who wishes to speak has spoken.
 - .4 The Chair may take part in the discussion while in the Chair.

Comment: Revision Z

According to *Robert's Rules of Order*, *Committee of the Whole* and its alternate forms: *Quasi Committee of the Whole* and *Informal Consideration* are devices that enable the full assembly to give detailed consideration to a matter under more informal conditions, similar to a committee. It is suggested that the Board By-Law be revised to follow Informal Consideration procedures instead of the previous By-Law's Committee of the Whole procedures. Informal Consideration procedures are better suited to smaller assemblies whereas Committee of the Whole procedures are intended for large assemblies with over 100 members.

Informal Consideration simply removes the normal limitations on the number of times members can speak in debate and the regular presiding officer remains in the chair. Votes taken during Informal Consideration are treated as decisions of the assembly which are not voted on again. If a Library Board member wishes for an agenda item to follow the Informal Consideration procedures, he or she must simply state "I move that the question be considered informally."

In the previous procedures for Committee of the Whole, the Vice-Chair would take over as Chair and would not be able to participate in the discussion. With Informal Consideration, it enables all Board members to participate in the discussion more informally.

By-law amendment

- 46 By-law amendment**
- This By-law may be amended or repealed at any regular or special meeting of the Board if:
- .1 notice of the proposed amendment or repeal was given in writing at the previous Board meeting; and
 - .2 the amendment is approved by a two-thirds majority of the Board.

Types of motions, other procedural rules and their order of precedence **Revision A2**

- 47 Types of motions** The following types of motions are admissible at Board or Committee meetings. The purpose of each type of motion and any special rules applicable to it are also stated:

Motion	Purpose	Special rules applicable
Main or substantive	To place before the meeting a proposal for consideration and decision. Usually in the form "That..."	<ul style="list-style-type: none"> Only one substantive motion at a time is allowed A motion may be: <ul style="list-style-type: none"> adopted, in which case it becomes a resolution defeated amended received deferred referred tabled/taken from the table reopened limited in terms of debate time withdrawn reconsidered rescinded
Amendment	To alter the main motion by adding, deleting or substituting words	<ul style="list-style-type: none"> Must be relevant to the main motion and may not negate it or materially alter its intent Only two amendments at a time are allowed Amendments are voted on in reverse order of presentation The main motion, as amended, is then voted on
Amendment to the amendment	To alter the amendment by adding, deleting or substituting words in the amendment	<ul style="list-style-type: none"> Only one amendment to the amendment is allowed at a time Voted on before the amendment
Receive	To receive a report or other information without taking any action on it	
Defer	To delay a decision on a matter by postponing consideration of the matter: <ul style="list-style-type: none"> Indefinitely Until, or within, some specified time or time period 	<ul style="list-style-type: none"> Debatable Members may only debate the merits of deferring the matter and the time frame for deferral

Comment: Revision A2

Deleted the *Motion to Table* (means to postpone consideration indefinitely or to avoid making a decision by not taking a vote) but incorporated the procedures into the *Motion to Defer*.

Also deleted the *Motion to Take from the Table* (means to resume consideration of a matter which has been postponed indefinitely by being laid on the table) but the procedures have been incorporated into the *Motion to Reopen*. These amendments will help to avoid any confusion with the more common definition associated with tabling, i.e., tabling agenda items or tabling new business items. This is consistent with Council's Procedures regarding motions to defer and reopen.

Added the *Motion to Limit Debate* that can be used to reduce the time for debate or decrease the time allotted to each Member to speak.

Replaced the previous *Question-to Call the question* motion with the Motion to End Debate which is more commonly understood and consistent with Council's Procedures.

Deleted *Next Business* which ended debate on an item and moved onto the next agenda item without further discussion or a vote. The motions to defer and to call the question allow for similar provisions to Next Business.

<u>Motion</u>	<u>Purpose</u>	<u>Special rules applicable</u>
	<ul style="list-style-type: none"> • Until a specified event happens • Until a report or communication is presented 	
Reopen	To resume consideration of a matter which has been postponed by being deferred	<ul style="list-style-type: none"> • Not debatable • May not be amended
Limit Debate	To limit debate by reducing the time for the debate or decreasing the time limit allotted to each Member to speak	<ul style="list-style-type: none"> • Debatable; • May be amended but only by changing time • A motion to limit debate must allow all Members the same right to participate
Refer	To send an issue to a committee or to staff for study before the Board makes a decision on it	<ul style="list-style-type: none"> • If this motion is moved while a motion or amendments are on the floor, the motion and amendments are referred
Table	To postpone consideration indefinitely, or to avoid making a decision by not taking a vote	<ul style="list-style-type: none"> • Not debatable • May not be amended
Take from the table	To resume consideration of a matter which has been postponed indefinitely by being laid on the table	<ul style="list-style-type: none"> • Not debatable • May not be amended
Withdraw	To remove a motion from consideration of the meeting	<ul style="list-style-type: none"> • Only the original mover and seconder may propose
Reconsider	To re-examine a previous decision (usually with a view to changing it)	<ul style="list-style-type: none"> • Must be moved by a Member who voted with the majority • The following motions cannot be reconsidered: to defer, to reopen, to suspend the rules, to change the order of business, to take a recess, to adjourn, to reconsider • No matter may be reconsidered more than once in any 12-month period
End debate	To end debate of the matter under discussion	<ul style="list-style-type: none"> • Not debatable • May not be amended • Debate continues until all Members who wish to speak have spoken once • May not be called while an amendment is on the floor • Needs 2/3 majority of the Members present • If carried, the matter must be voted on immediately • If defeated, the Motion to End Debate may be moved again later, at the discretion of the Chair

Motion	Purpose	Special rules applicable
Next business	To end debate on an issue, so that the meeting moves on to the next item on its agenda without further discussion or vote	<ul style="list-style-type: none"> • Not debatable • May not be amended • Needs 2/3 majority of the Members present
Recess	To take a short break during a meeting	<ul style="list-style-type: none"> • Not debatable
Adjourn	To end the meeting	<ul style="list-style-type: none"> • Not debatable • If carried, any unfinished business is automatically placed on the agenda for the next meeting
Extend the time limit for the meeting	To allow the meeting to continue past the time set for adjournment	<ul style="list-style-type: none"> • Not debatable except for an amendment as to time • Needs 2/3 majority of the Members present

48 Other Procedural Rules

The following procedural rulings may be requested at Board or Committee meetings. The purpose of each rule and any special rules applicable to it are also stated:

Rule	Purpose	Special rules applicable
Order, point of	To point out a departure from the rules of procedure	<ul style="list-style-type: none"> • Must be raised promptly • May interrupt • Must state the rule violated • Not debatable • Decided by the Chair without debate
Privilege, matter of	To correct inaccuracies, or explain circumstances where a Member believes his/her reputation, or the Board's reputation, is adversely affected	<ul style="list-style-type: none"> • Must be raised promptly • May interrupt • Not debatable • Decided by the Chair without debate
Ruling of the chair, to appeal	To challenge the ruling of the chair by having the matter decided by the whole assembly	<ul style="list-style-type: none"> • The chair's ruling must be challenged immediately after it is stated • Not debatable • Must be put to vote immediately
Read the motion/amendment under discussion	To ensure that the motion or amendment under discussion is clearly understood	<ul style="list-style-type: none"> • May not interrupt • Otherwise, may be requested at any time
Divide the motion	To allow a complicated motion to be put to the vote in distinct parts	<ul style="list-style-type: none"> • The motion must contain distinct parts which can stand alone • At the discretion of the chair, or by resolution (not debatable)

49 Order of precedence of motions and other procedural rules

Motions and other procedural rules shall be voted on in the following priority order:

- .1 Adjourn
- .2 Recess
- .3 Matter of privilege
- .4 Point of order
- .5 Appeal the ruling of the chair
- ~~.6 Next question~~
- ~~.6 End debate~~
- ~~.7 Question/previous question~~
- .7 Extend the time limit for the meeting
- .8 Withdraw
- .9 Defer
- ~~.10 Table~~
- .10 Refer
- .11 Receive
- .12 Amendment to the amendment
- .13 Amendments, in reverse order of presentation
- .14 Divide the motion
- .15 Main motion
- .16 Reconsider/rescind