

Intent

This policy guides consistent processes for the Board of The Alberta Library (TAL).

Policy

1. The Board acts in accordance with the provisions of federal and provincial legislation, the Companies Act, and TAL's policies.
2. The Board is responsible for oversight of the organization, including strategic directions, budget, and employment of the CEO.

EXECUTIVE OFFICERS:

3. The executive officers of the Board shall consist of: Chair, Vice-Chair/Secretary, and Treasurer. The Chair shall serve as Past Chair for one year after the end of their term, for continuity.
4. The Chair is elected for a two-year term, the other executive officers are elected for a one-year term and may be renewed.
5. Elections are held at the first meeting after the AGM.

RESPONSIBILITIES OF THE CHAIR:

6. Call meetings to order and ensure that they proceed in an orderly manner according to the agenda.
7. Put motions to a vote and declare results. The Chair may enter into discussions but may vote only in the event of a tie.
8. Act as the official spokesperson for the Board.

RESPONSIBILITIES OF THE VICE-CHAIR/SECRETARY

9. Assume the role of Chair as required.
10. Ensure that necessary reports and documentation are filed with appropriate authorities as required.

RESPONSIBILITIES OF THE TREASURER:

11. Review financial status at Table Officers Meeting each year, during the audit process, and as needed.
12. Assist with the preparation of the annual audit and deliver a report to the Board.
13. Present audited financial statements at the Annual General Meeting.
14. Review the financial reports before they are presented to the Board.
15. Work with CEO to revise financial policies and present them to the Board for approval.

COMMITTEES

16. The Board may appoint committees on a standing or ad hoc basis when needed to support the work of TAL. Membership on committees may include non-Board members.
17. The Board will determine Terms of Reference that define its purpose, membership, responsibilities, level of authority and review date.

MEETING PROCEDURES:

18. The schedule of meetings for the following year will be determined at the first Board meeting after the AGM. Meetings will normally be held electronically.
19. The Board information package will be prepared by the CEO and provided to Board members one week before the meeting. Items may be added by informing the CEO or Board Chair. Each item on the agenda will be supported by a briefing note.
20. The format of the agenda is:
 - Call to order
 - Adoption of agenda by consensus
 - Adoption of minutes by consensus
 - Items for decision by motion
 - Items for discussion, which may result in action items to be brought to future board meetings
 - Items for information, which are not discussed unless there is a specific question relating to one of the items.
 - Directors only session if required
 - Adjournment.

VOTING

21. Voting will be by a show of hands unless a secret ballot is requested by a Board member.
22. The Chair shall only vote to break a tie.
23. Board members voting against a motion may have their names recorded in the minutes by request.

MINUTES:

24. Minutes will be recorded by the staff for all meetings. They will be included in the information package for the next meeting. Upon the adoption of the minutes, the Chair shall sign them. The CEO is responsible for maintaining the file of approved minutes.

RELATED DOCUMENTS

- *Nominations/Elections Policy*
- *Recruitment & Selection Policy*
- *Board of Directors Meeting Minutes and Agendas procedures*

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