



Minutes of the VPL Board Governance Committee Regular Meeting held at 5:30 p.m. on Monday, April 8, 2019 in the Level 8 Breakout Room at 350 West Georgia Street, Vancouver, B.C.

Present: Jennifer Chan – Chair
Zahra Hussein
Raji Mangat
Harlan Pruden
John Schaub
Rhonda Sherwood

Recording Secretary: Christina de Castell – Chief Librarian

ADMINISTRATION:

1. Approval of the Agenda

Moved by John Schaub

THAT the Committee approve the Governance Committee meeting agenda.

CARRIED UNANIMOUSLY

2. Minutes

The Chief Librarian presented the draft minutes of the meeting held September 19, 2018 for approval by the Committee.

Moved by Raji Mangat

THAT the draft minutes of the meeting held September 19, 2018 be approved as received.

CARRIED UNANIMOUSLY

ROLES, RESPONSIBILITIES & PROCEDURES

3. Draft Policy Management Framework

The Committee reviewed and gave feedback on the policy management framework, identifying a preferred review frequency of 5-6 years with the option for more frequent review for specific policies or categories of policies, and discussing options for managing

the review process on an annual basis. For Council policies that would fall within an administrative definition at the Library, trustees agreed that it would often be appropriate for the Board to direct staff to produce an administrative policy in order to confirm alignment with Council priorities. They considered guiding principles and placed priority on simplicity to ensure that the general public can understand Library policies as often as possible, and on clear and plain language. Trustees agreed to direct staff to incorporate this feedback, bringing the next iteration of the framework forward to the Board or a future Governance Committee meeting for further discussion.

4. Board Procedure Policy

Trustees closely reviewed the Board Procedure Policy to improve clarity and address the changes identified to the role of Secretary and staff presence at Board meetings, as well as the procedures for public delegations. The Committee identified additional amendments, including recommending the shift of the trustee roundtable to written reporting so that Board meetings have more time for thoughtful discussion of policies. The Chief Librarian will incorporate the Committee's amendments in the revised version that will be recommended to the Board.

Moved by Harlan Prudent

THAT the Committee recommend that the Board adopt the revised Board Procedure Policy.

CARRIED UNANIMOUSLY

5. Communications Protocol

The Chief Librarian introduced revisions to the Board Communications Protocol to incorporate discussion of Board VPL email accounts and use of devices, as well as Board obligations under BC FOIPPA, as requested at the September 19, 2018 Governance Committee meeting. Trustees noted the need to check section references to the revised Board Procedure Policy, and for a revision to the scope statement.

Moved by Raji Mangat

THAT the Committee recommend that the Board adopt the revised Board Communications Protocol.

CARRIED UNANIMOUSLY

6. Lobbying Disclosure Needs Assessment

The Chief Librarian reviewed the history of the discussion of a lobbying disclosure policy based on 2014 minutes and identified similar concepts in the staff Code of Conduct. Trustees discussed their interest in transparency and balancing this with the interests of private individuals who speak to them about issues but would not expect their names to be disclosed. They identified questions about practices of other non-political bodies and other library boards, how the disclosure would work, what would be considered lobbying vs. sharing an opinion, and the distinction between general opinions and issues where there is a decision in front of the Board. The Committee requested that the Chief Librarian research other library practices and clarify the definition of lobbying, and bring back the discussion of whether a policy is needed to a future Governance Committee meeting.

BOARD DEVELOPMENT AND RECRUITMENT

7. Board Training Plan

The Committee discussed the quantity of learning needed in 2019 both for new trustees on the Board to become familiar with core elements of their governance role, and for the strategic plan. They identified the value of the Trustee Orientation Program and several expressed interest in a refresher for trustees who had already taken the course, given the content has been updated by the BC Library Trustees Association. Trustees agreed to revisit the idea of a TOP refresher after the schedule for the strategic plan is understood.

8. Board Self-Evaluation Survey

Deferred to the next Governance Committee meeting.

ADJOURN

Moved by John Schaub

There being no further business, the Chair declared the meeting adjourned at 7:35 p.m.

Jennifer Chan, Chair

Christina de Castell, Secretary