

001 - OPLB Roles and Responsibilities of the Board and Trustees

Board Role and Governance Model

The Board is accountable for the full range of decisions affecting Ottawa Public Library (“OPL”). The Board approaches its role using a policy or strategy model of governance that focuses on setting strategic direction and objectives, making decisions on major projects, and monitoring OPL and **Chief Executive Officer** (CEO) performance. Its attention shall primarily be on the long-term needs and goals for OPL, not the administrative or operational details.

Board Responsibilities

The Board’s main responsibilities include:

- Understanding and adhering to the Public Libraries Act, R.S.O. 1990, c. P.44 (the Act);
- Maintaining awareness of, and implementing new legislation and regulations as required;
- Establishing and periodically updating the Board’s Rules of Procedure By-law;
- Defining the OPL’s purpose and direction;
- Selecting, compensating, **setting reviewing and approving** objectives for, and **monitoring and** assessing the performance of the CEO;
- Developing and maintaining an effective working relationship with the CEO;
- Establishing and regularly updating the governance policies for the organization;
- Establishing and regularly updating a Delegation of Authority Policy by which the CEO is delegated authority and resources to run the Library;
- Reviewing and approving major strategies, plans, and decisions;
- **Reviewing and approving Ensuring** that OPL meets the community’s needs and stated goals, as well as City Council’s budgetary directions;
- **Ensuring that OPL is developing relationships wit Indigenous communities and engaging in community development with vulnerable communities;**
- Establishing and ensuring the adequacy of financial reporting and controls, and financial information systems;
- Establishing ethical and behavioural guidelines, and ensuring adherence by OPL employees and customers;

- Establishing and monitoring the results of a comprehensive risk management system;
- Practicing good governance principles including evaluating its own performance regularly;
- Providing advice to City Council on the ideal competency profile when appointments are made to the Board **during recruitment**;
- Ensuring the CEO provides an orientation to Trustees, as well as ongoing continuing education/development;
- Acting as a bridge between OPL, the community, and City Council; and,
- Reporting regularly on the OPL's effectiveness to City Council and the public.

The detailed list of Board responsibilities, as defined by decision-making authority or delegation thereof, is contained in the Delegation of Authority policy (002-OPLB).

Trustee Role

As members of the Ottawa Public Library Board, trustees are representatives who ensure the community has appropriate and efficient library service. Each trustee is a primary member of a corporate body who, from a position of “trust”, manages the assets of others and ensures that those assets are preserved and developed.

In keeping with good governance principles and best practices, trustees as fiduciaries have the following duties and associated expectations:

Duty	Description
Fiduciary	To act honestly, in good faith, and with a view to the best interests of the organization.
Care	To exercise the due care, diligence and skill that a reasonably prudent person would in comparable circumstances.
Diligence	To be responsible for, and be well informed about the organization.
Skill	To exercise the degree of skill expected from a person with the particular member's knowledge and experience.
Prudence	To act carefully and practically, and to anticipate problems and opportunities.
Obedience	To comply with all applicable laws and the Library's by-laws and policies.
Conflicts	To avoid and/or declare Declaration of Conflicts of Interest.

Trustee Responsibilities

Trustees are required to:

- **Serve the Board with a view to what is best for OPL;**
- Accept fiduciary responsibility including making decisions in keeping with the best interests of the OPL;
- Commit sufficient time to fully perform Board duties which may include, but are not limited to, participating in ~~monthly~~ **approved** Board **regular and special** meetings, **Ad hoc** committee ~~or work group~~ meetings, **workshops**, training opportunities, conferences, ceremonial events, **and speaking** events, and other relevant activities;
- Be aware of, and responsive to, the needs of the community;
- Be accessible to the public to receive input on library issues, **both formally and informally, via in-person and electronic means**; ~~whether at public consultations or via electronic means~~;
- **In accordance with OPLB Policy 17 – Advocacy**, Advocate on behalf of OPL with City Council, community groups, the business community, and members of the public at large; and,
- Function as a member of a team in keeping with the principles of good governance.

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