

016 - OPLB Board Succession Planning

Legislative Background and Guidance

The Board of the Ottawa Public Library (the Board) operates according to the *Public Libraries Act, RSO 1990, c.P.44 (the Act)*, as well as other acts such the *Municipal Act* and the *Conflict of Interest Act*, and is responsible for ensuring that public library services are delivered effectively and efficiently to the City of Ottawa. References in this document refer to the Public Library Act unless otherwise indicated.

In accordance with the *Public Libraries Act (the Act)*:

- A public library board shall be composed of at least five members appointed by the municipal council (ref. 9(1)).
- The appointing council shall not appoint more of its own members to a board than the number that is, in the case of a public library board or union board, one less than a majority of the board (ref. 10(2)).
- A board member shall hold office for a term concurrent with the term of the appointing council, or until a successor is appointed, and may be reappointed for one or more further terms (ref. 10(3)).
- The first appointments of members of a new board shall be made at a regular meeting of council and the member shall take office as soon as possible thereafter, and thereafter appointments shall be made at the first meeting of council in each term, but if the council fails to make the appointments at its first meeting, it shall do so at any regular or special meeting held within 60 days after its first meeting (ref. 10(4)).
- The clerk of the appointing municipality or county or, in the case of a union board, the clerks of the affected municipalities shall give public notice of vacancies on the board by publishing a notice of them, inviting applications, in a newspaper of general circulation in the municipality (ref. 11(1)).
- Where a vacancy arises in the membership of a board, the appointing council shall promptly appoint a person to fill the vacancy and to hold office for the unexpired term, except where the unexpired term is less than forty-five days (ref. 12).

- If a board member is convicted of an indictable offence; becomes incapacitated; is absent from the meetings of the board for three consecutive months without being authorized by a board resolution; ceases to be qualified for membership under *Public Library Act (the Act)* clause 10(1)(c); or otherwise forfeits his or her seat, the member's seat becomes vacant and the remaining members shall forthwith declare the seat vacant and notify the appointing council accordingly (ref.13).

Guiding Principles and Practice

To successfully achieve its mandate of providing sound governance and oversight to the Ottawa Public Library (the OPL), Board members must collectively possess experience in a wide range of subjects, have the personal attributes necessary to function as part of a consensus-driven group, and be representative of the community it serves.

The Board recognizes that in keeping with the *Public Libraries Act (the Act)*, the Council of the City of Ottawa (City Council) is solely responsible for determining the constitution of the OPL Board of Trustees. However, the Board believes that it is important that City Council be provided with the Board's insights on the skills, qualifications, and experience that would benefit the Library in making its selection of OPL Trustees.

The Board shall therefore develop and document the preferred Skills and Competency Profile (the Profile) for OPL Trustees. The Board shall review and update the Profile in the final year of the Board's term to assist City Council in its deliberations on the appointment of Trustees for the next term.

Should vacancies arise during the term of the Board, the Board shall assess its collective skills, typically by asking each Trustee to complete an individual assessment, and then compare them to the Profile to identify any gaps. The Board will then communicate to City Council the preferred skills and competencies of any new Trustees to be appointed.

Skills and Competency Profile

As a general principle, prospective Trustees will ideally have senior management and/or Board experience in one or more organizations of equivalent size and scope to the OPL.

To ensure that the Board collectively possesses the necessary skills, experience, and attributes, the Board has adopted a Skills and Competency Profile (the Profile) in Appendix A that sets out, as a guideline, the preferred minimum number of members the Board believes should possess each requirement. It is recognized and expected that individuals will have experience and skills in multiple areas, but may not have formal designations.

In addition to information provided in the Profile, the Board shall include in its recommendations to City Council that selection criteria include the following additional considerations:

- The size of the Board;
- The number of citizen compared to councillor Trustees on the OPL Board; and,
- Continuity of representation by some Trustees from one term to another.

Trustee Selection Process

The Board Chair and Vice-Chair shall ensure that the profile is provided to City Council in Q2 of the final year of the Board's term and shall promote their participation in the Trustee selection process to provide practical insights for the Council's consideration.

Effective Date: January 29, 2019	Last Review Date: December 2018
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Skill, Experience or Competency	Minimum # of Trustees
Education, Experience or Background	
Business management	1
Financial management of a multi-million dollar organization	1
Risk management	1
Customer relationship management of key services	1
Human resources and labour relations	1
Legal	1
Governance and policy making	1
Knowledge of libraries	1
Education	1
Community outreach	1
Communications/advocacy/marketing/fundraising	1
Policy making	1
Information technology	1
Previous Board experience of a private/public, multi-million dollar organization	Most
Stewardship of a large organization	Most
Skills	
Strong communications abilities	All
Strong decision-making abilities	All
Facilitator and consensus builder	All
Effective and active listener	All
Strong analytical skills	All
Financial literacy	All
Computer literacy	All
Personal Attributes	
Integrity and high ethical standards	All
Strong public service orientation	All
Respect for diversity	All
Discretion, objectivity and good judgment	All
Commitment to group decision-making	All
Commitment to prepare for and attend meetings	All
Willingness to participate in training	All
Representational Considerations	
Live in urban Ottawa	2
Live in suburban or rural Ottawa	3
Fluency in French and English	2
Women	2
Men	2
Member of diverse or ethnic community	1