Oxford County

Growing stronger together

Oxford County Library Board

Terms of Reference

Adopted: October 14, 2026

Background

The Oxford County Library (OCL) system operates 14 branch libraries and a bookmobile within the County of Oxford. The Oxford County Library Board, hereafter referred to as the Board, was established by By-law #1781 as amended by By-law #5379-2012, in accordance with the *Public Libraries Act,* R.S.O. 1990, chapter P.44.

Purpose and Mandate

The Board is responsible for overall governance of the Oxford County Library.

The Board's purpose is to set a strategic framework within which it can manage the provision of comprehensive and efficient public library services to participating municipalities that reflect Oxford County's unique needs.

The Board's approach to undertaking this purpose will be in accordance with the *Public Libraries Act* and as further defined by Oxford County By-laws / Resolutions, all applicable legislation and Board policies.

The purpose of the Board is further defined as part of the *Duties and Responsibilities Policy* found in the Governance section of the OCL Policy website (https://www.ocl.net/your-ocl/policies/).

Membership

Composition

The Board shall consist of:

a) Seven (7) persons appointed by Council of the County of Oxford of whom not more than two (2) shall be members of the said Council and the remainder of whom shall be citizen appointees.

Membership Qualifications:

In accordance with the provisions of the *Public Libraries Act,* R.S.O. 1990, c. P.44, s. 10,
"A person is qualified to be appointed as a member of a board who is a member of the appointing council or,

(a) is at least eighteen years old;

(b) is a Canadian citizen or a permanent resident of Canada within the meaning of the *Immigration and Refugee Protection Act* (Canada);

(c) is,

(i) … a resident of one of the participating municipalities in the case of a county library board…

(d) is not employed by the board or by the municipality or county … R.S.O. 1990, c. P.44, s. 10 (1); 2002, c. 18, Sched. F, s. 3 (9); 2019, c. 14, Sched. 12, s. 1."

Qualifications & Competencies

- Commitment to the Library's values: Integrity, Intellectual Freedom, Universal Access, Belonging and Responsiveness;
- Ability to seek and listen to input from all stakeholders and approach people and problems with an open mind;
- Ability to actively participate in discussion and deliberation and to attain positive outcomes;
- Time and energy to devote to the work of the Board;
- Belief that the public library provides a unique and essential service to the residents of Oxford County;
- Aptitude for long- and short-range planning;
- Experience or interest in community development and engagement;

Term

A Library Board member shall hold office for a term concurrent with the term of the appointing council, or until a successor is appointed.

Vacancies:

"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." *Public Libraries Act*, R.S.O. 1990, c. P.44, s. 12.

Disqualification:

In accordance with the provisions of the *Public Libraries Act,* R.S.O. 1990, c. P.44, s. 12, a Board member may be disqualified if said member:

"(a) is convicted of an indictable offence;

(b) becomes incapacitated;

(c) is absent from the meetings of the board for three consecutive months without being authorized by a board resolution;

(d) ceases to be qualified for membership under clause 10 (1) (c); or

(e) 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."

Roles and Responsibilities

The Board works within the *Public Libraries Act*, R.S.O. 1990, chapter P.44. The Board establishes policies to direct the operations of the Oxford County Library, in accordance with its purpose. The Board employs a Chief Executive Officer/Chief Librarian, who in turn administers the Library under the guidance of those policies.

The chief responsibility of the Board is the fiduciary duty to act honestly, in good faith and in the best interests of the Library.

The following duties and responsibilities are as outlined in the *Duties and Responsibilities Policy.*

1.0 Duties of the Entire Board

1.1 The Library Board governs effectively when operating with one voice. The Board governs effectively by:

1.1.1 Developing and adopting an annual business and budget plan designed to reach the Board's strategic goals and objectives;

1.1.2 Monitoring the overall effectiveness of the Library in meeting community needs in an efficient and responsive manner;

1.1.3 Evaluating the Board's performance and ability to work effectively as a team on annual basis;

1.1.4 Engaging the community to determine responsive and dynamic library services;

1.1.5 Ensuring that the Board maintains a strategic, future-focused perspective while responding to the evolving needs and priorities of the community;

1.1.6 Ensuring that the Library is operated in accordance with the ***Public Libraries Act, R.S.O. 1990, c. P.44*** and all other relevant legislation.

2.0 Duties and Responsibilities of Individual Board Members

2.1 Each board member is expected to become a productive participant in exercising the duties of the Board as a whole.

2.2 Members of the Board are expected to act with integrity and follow the ***Library Board Code of Conduct***, as well as the ***Oxford County Council Code of Conduct Policy*** while conducting all duties and business of the Board.

2.3 Individual members of the Board are responsible for exercising a *Duty of Diligence* as follows:

2.3.1 Be informed of legislation under which the Library exists, and all applicable board and county polices and by-laws;

2.3.2 Be informed about the activities of the Library, community and issues that affect public libraries;

2.3.3 Attend board meetings regularly, contributing from personal and professional experience;

2.3.4 Be prepared for all meetings and use meeting time productively and efficiently.

2.4 Individual members of the Board are responsible for exercising a *Duty of Loyalty* as follows:

2.4.1 Adhere to the regulations of the ***Municipal Conflict of Interest Act, R.S.O. 1990, c. M.50***;

2.4.2 Act in the interests of the Oxford County Library and the greater Oxford County community served by the Library, over and above other interest group

2.4.3 Speak with one voice once a decision has been reached or a resolution passed;

2.4.4 Represent the Library positively in the community.

2.5 Individual members of the Board are responsible for exercising a *Duty of Care* as follows:

2.5.1 Promote a high level of library service;

2.5.2 Consider information gathered in preparation for decision making;

2.5.3 Offer personal perspective and opinions on issues that are subject to the Library Board discussion and decisions;

2.5.4 Assume no authority to make decisions outside of Board Meetings;

2.5.5 Know and respect the distinction in roles of the Library Board regarding governance and the employees, management and operations.

2.5.6 Respect the confidential nature of library service to users, while being aware of, and in compliance with, applicable privacy and freedom of information legislation;

2.5.7 Promote Freedom of Expression by resisting censorship of library materials and programs by groups or individuals.

Meetings

Meeting Frequency

The Board will meet a minimum of seven (7) regular meetings each year, as described in section 16 of the *Public Libraries Act***.**

In accordance with the *Public Libraries Act*, s. 16.1(2) all meetings of the Board are open to the public

Meeting Location

In accordance with the *County of Oxford Procedure By-law No. 6268-2020 s*ection 3.8.5, the Board shall provide members the option to meet both in person and virtually through a hybrid meeting system. Hybrid meetings allow the most flexibility to members and will be recorded for access to the public.

Special Meetings

Special meetings of the Board may be required. Said meetings may be called by the Board Chair or any two members of the Board, with information on the specific purpose of the meeting and reasonable notice given to members in writing.

Attendance at Meetings

Regular attendance of all Board members to meetings is vital to the satisfactory conduct of Board business. In the event that a member must be absent from any meeting, said member shall notify the Board Chair and/or Secretary prior to the day of the meeting.

A Board member who is absent from three consecutive meetings without authorization by board resolution shall be removed / disqualified from the Board.

Rules of Procedure

The Board shall follow all rules and regulations found in the *County of Oxford Procedure By-law No. 6268-2020,* in accordance with section 2.2.

Inaugural Meeting of the Library Board

In accordance with the *Public Libraries Act,* s. 14(1) the Chief Executive Officer shall call the inaugural meeting of the Oxford County Library Board at the start of each new term upon receipt of the confirmation of appointments.

Closed Session

A meeting or part of a meeting may be closed to the public when dealing with information about an identifiable individual as specified in the *Municipal Freedom of Information and Protection of Privacy Act* **(**MFIPPA) or other subject matter as outlined in R.S.O. 1990, c. P.44, s. 16.1 (4).

The Board shall follow all rules and procedures found in the *County of Oxford Procedure By-law No. 6268-2020***,** in accordance with section 12.2 to 12.8.

Officers of the Board:

Board Chair

1. In accordance with the *Public Libraries Act*, R.S.O. 1990, c. P44 s. 14(3), a board shall elect one if its members as chair at its first meeting in a new term.
2. The Chair shall hold office for a two-year renewable term, or until a successor is elected. The member serving as chair may be re-elected for successive terms.
3. In accordance with the *Public Libraries Act*, s. 14(4), the Board, in the absence of the Chair, may appoint an Acting Chair. See Section 2: Terms of Reference of the Vice Chair.
4. The Chair leads the Board, acts as an official representative of the Library, ensures the proper functioning of the Board and the proper conduct of Board business, in accordance with appropriate legislation and prescribed rules of procedure adopted by the Board.
5. The Chair will:
   a) preside at regular and special meetings of the Board
   b) set the agenda in consultation with the CEO/Chief Librarian
   c) ensure that business is dealt with expeditiously and help the Board work as a team
   d) coordinate the Board's evaluation process
   e) represent the Board, alone or with other members of the Board, at any public or private meetings for the purpose of conducting, promoting or completing the business of the Board

f) not commit the Board to any course of action in the absence of the specific authority of the Board.

Vice-Chair

1. At the first meeting of a new term, the Board shall elect a Vice-Chair from among its members.
2. The Vice-Chair shall hold office for a two-year renewable term, or until a successor is elected. The member service as Vice-Chair may be re-elected for successive terms.
3. At a meeting of the Board, in absence of the Chair, the Vice-Chair shall have all the powers and duties of the Chair and shall preside over the meeting as the acting Chair.
4. In the event that the office of Chair becomes vacant for any reason, the Vice-Chair shall assume the office for the unexpired term.

Recording Secretary

1. The Chief Executive Officer serves as Secretary of the Board, as permitted by the *Public Libraries Act*, s. 15(5).
2. The secretary acts as the record-keeper to the Board.
3. The Chief Executive Officer may delegate responsibilities of the position to County or Library staff as appropriate.
4. In accordance with the *Public Libraries Act*, s. 15(3), the Secretary will:
   a) Conduct the Board's official correspondence
   b) Keep minutes of every meeting of the Board
5. In addition, the Secretary will:
   a) prepare the agenda prior to each board meeting, in cooperation with the CEO/Chief Librarian and Chair.
   b) distribute the agenda, with all reports and enclosures, to all board members prior to the relevant board meeting
   c) distribute the minutes to all board members not less than 48 hours prior to the next board meeting.

Treasurer

1. The County Treasurer serves as Treasurer to the Board, as allowed by the *Public Libraries Act*, s. 15(4).
2. The County Treasurer may delegate responsibilities of the position to County Finance staff as appropriate.
3. The Treasurer shall monitor the financial activities of the Library and shall ensure that complete and accurate records are kept in accordance with generally accepted accounting practices.
4. In accordance with the *Public Libraries Act*, s. 14(4), the Treasurer will:
   a) Receive and account for all the Board's money
   b) Open an account or accounts in the name of the Board in a chartered bank, trust company or credit union approved by the Board
   c) Deposit all money received on the Board's behalf to the credit of that account or accounts
   d) Disburse the money as the Board directs.
5. The Treasurer will provide the Board with a report of the financial position of the Library quarterly, or as otherwise required.

Chief Executive Officer (CEO) / Chief Librarian

1. In accordance with the *Public Libraries Act*, s. 15(2), the Oxford County Library Board appoints the CEO/Chief Librarian, who shall attend all board meetings and meetings of any committees of the Board.
2. The Board delegates the authority for management and operations of services to the CEO/Chief Librarian
3. As an officer of the Board, the CEO/Chief Librarian:
   a) does not vote on board business
   b) identifies community needs and concerns
   c) supports and facilitates planning and delivery
   d) recommends policies
   e) provides general supervision over the direction of the operations of the Library and its staff.

Quorum

Quorum shall consist of a majority of the Committee's appointed members, including the Chair.

Agendas and Minutes

Meeting agendas, including the minutes of the previous meeting, shall be distributed to Committee Members for review and adoption at the next scheduled meeting. Once adopted by the Committee, meeting minutes shall be posted on the County and Library websites, in accordance with the County of Oxford Procedural By-law.

Compensation and Expenses

Committee members will receive remuneration as per the policies of the County of Oxford, as amended from time to time and shall be reimbursed by the County for County business related expenses incurred, payable in accordance with Employee Expense Policy No. 6.02.

Half-day meeting ***3.5 hours or less***	**Full-day meeting**
$100	$175
Compensation applies to Citizen Appointees only	

Education

The *Board Orientation, Training and Development Policy* approved by the Board at the November 19, 2024 meeting, sets out the requirements for Library Board Orientation and ongoing training and development.

Further training opportunities by the *Ontario Library Boards' Association* and the *Ontario Library Service* will be made available.

Reporting and Review

The Oxford County Library Board Terms of Reference shall be reviewed during each Council term, with any proposed revisions submitted to Council for adoption prior to the appointment of a new Committee.

At the conclusion of each Council term, the Oxford County Library Board shall submit a report to the Clerk summarizing its activities and accomplishments during the term.

Relevant Policies and Procedures

All employees and Committee Members will be guided by the County of Oxford's policies, procedures and relevant Provincial legislation and policies including, but not necessarily limited to, the following:

- Council's Code of Conduct Policy
- County Procedural By-law
- *Municipal Conflict of Interest Act (MCIA)*
- Accessibility Policy
- *Municipal Freedom of Information and Protection of Privacy Act (MFIPPA)*

Oxford County Library Board Governance Policies provide the framework of governance and include:

- Advocacy
- Advisory Committees / Friends of the Library
- Annual Board Evaluation
- Board Code of Conduct
- Board Committees
- Board Duties and Responsibilities
- Board Orientation, Training and Development
- CEO/Chief Librarian Performance Appraisal
- Delegation of Authority to the CEO/Chief Librarian
- Planning
- Policy Development
- Succession Planning