

BCLA Board of Directors Meeting

Thursday, February 5, 2009 10:45 a.m. – 4:30 p.m.

Inn at Laurel Point – Oceanside Room

Items on the Consent Agenda will be voted on in a group as one of the first items of business. At the request of any Board Member, a consent item may be moved to the Regular Agenda for discussion purposes.

Present: L. Jordon, D. Schachter, D. Thomas, S. Wong, K. Cooley, C. de Castell, C. Kevlahan, C. Middlemass, H. Scoular, O.Ma, A. Douglas (Guest/Recording Secretary until N. Fouquette joined the meeting) K. Hudson

Telephone: Julia Milstead, S. Hall (10:55), N. Fouquette (after lunch)

10:45 am 1. Call to order, welcome and introductions (L. Jordon)

2. Motion to accept using a consent agenda

Moved: Christina de Castell; seconded: Chris Kevlahan Carried.

3. Adoption of Agendas

a) Adoption of Consent Agenda

i. Change to point 4: remove decision from point 4 – approval is part of adoption process, and 4 is presentation of the agenda.

ii. Tilma to become 6b (removed from 4i) at request of D. Thomas; Resolutions (was 4j) to become 6c.

Moved by D. Thomas; seconded: H. Scoular. Carried.

b) Adoption of Regular Agenda

I. Addition of items 6 b and 6 c (above);
6d: report on Executive Director review;
6e: report on Office Manager contract.

Motion to approve agenda as amended.

Moved by C. de Castell; Seconded: D. Schachter. Carried.

(note: at 7:00 of recording 1).

4. Consent Agenda

a) Minutes of Dec 5, 2008 meeting For information

b) President's Report (L. Jordon)

c) Executive Director's Report (A. Wilson)

d) Conference Report (C. Middlemass)

- e) Continuing Education Committee Report (H. Scoular)
- f) Membership Report (S. Wong)
- g) Editor's Report (S. Wong)
- h) YAACS Report (C. Kevlahan)
- i) TILMA Report (D. Thomas)
- j) Resolutions Committee Report (D. Thomas)
- k) IF Committee Report (B. Davies)
- l) Correspondence
 - i. 7 received
- m) WebJunction BC Update (A. Wilson)
- n) ALPS Report (O. Ma)
- o) Diversity & Multicultural Services Committee Report (B. Buxton)

5. Regular Agenda

Business Arising

For discussion/decision

- a) Constitution/By-Laws Task Force (L. Jordon)

The Constitution / By-Laws Task Force has held two meetings so far. A draft of the updates so far was circulated for Board member feedback. Task Force members believe that much needs to be updated in the By-Laws, and the entire update needs to be provided to the membership 30 days before the AGM.

Some of the changes are just housekeeping items about memberships and fees, and others, such as the Objects of the Association and roles of Board members and staff need to be updated and to be made consistent throughout the documents.

Motion: That the Executive Director be granted authority for individual expenditures up to \$5000.

C. de Castell. Seconded by D. Thomas. Carried. Section 11.3 will be updated to reflect this.

Discussion: Two meetings have been held by teleconference – one in December and one in January.

Drafts from the task force were provided for Board member feedback. The Task Force realized much needs to be changed, for example, the Objects of the association. Many changes have been made so far. The entire update needs to be done by March, 30 days before the AGM. Some changes relate to broadening BCLA's range (to include Archives, etc); other items are just housekeeping items about memberships and fees (student members, honorary members, etc); the gender used in the document has been changed to the feminine.

Examples of changes or updates needed:

- 2.3: adding comment about privacy laws; rights and duties of members;
- 3.5 needs to agree with proxy voting;
- 3.7: separate statements;
- 3.8: discussion of how to expel: attempting to close libraries / actively disrupt operations of libraries.
- Discussion of the language in objects. D. Schachter mentioned that it is good to refer to objects, and not to be too specific; this will help avoid malicious action.
- 4: Board of Directors: Terminology should be made consistent. A. Wilson reported that board list did not match the bylaws. For example, the title of Director, Continuing Ed does not match the bylaws. The word "Director" has explicit meaning in terms of the by-laws, but that definition doesn't match our BCLA board structure. Many changes need to be made to ensure that language matches the Board's structure.
- 5.7 term of office – to delete. 5.9 (re-election always fine)
- 6: added word Personal.
- 7: Change CEO of the Association from the President to the Executive Director.
- Change to 7.3: Recording Secretary.
- 7.4: discussion: should this include the treasurer
- 7.4: adding "in conjunction with the accounting clerk". No need to add Treasurer-Elect.
- 7.5: Change to BCLA Office. Discussion re: role of Assistant Treasurer: 4.1 add Treasurer-Elect as a member of the board, but not an officer.
- 8X: parliamentarian: add a statement re: Parliamentarian;
- 8.4 add "ED in conjunction with president."
- 9.1: remove "Institutional"
- 2.1: need to move Student members into Personal members category.
- 9.1: refer back to section 2?
- 3.5 and 9.1 need to include Institutional or Commercial membership.
- 10: term "Board Members".
- 11: payments and signatures: Question of phrasing; question of single signature for a ceiling limit.
- 12: Only personal members should be voting members. Should students, honorary members be excluded? Designation of voting member for

Commercial/Institutional members. Voting members of the section shall also be members in good standing of the Association.

- 12.3: Avoid a co-chairing situation when possible. Select one designated person as a contact to reduce costs, and travel. Streamline communications.
- 13: The meaning of the role: difficulties arise when sections have specific roles for vice-chairs.
- 13.3: clarification is needed. Interest Groups tend to be where SCIGs begin within the Association, but they don't always progress past Interest Groups
- 14.5 echoes 13.4 / 12.4
- 13.3 should read, "meetings of the Board of Directors."
- Very little oversight of Interest Groups. An Interest Group is out of compliance with 14.2; Interest Groups do not officially represent BCLA. What are the consequences to remedy this? 1) inform the IG members that the bylaw exists; further, "the association" may dissolve the Interest Group at an AGM. Discussion: CdeCastell: if the formation of a BCLA group goes to Board of Directors, it also makes sense that dissolution should go to the Board. Change 14.9 to agree with 14.3; either both need to go to an AGM or both need to be done at a Board of Directors' meeting. 14.9d allows dissolution. "Maintain a membership of 10" instead of just start with 10 – see part c. Dissolution should not be automatic.
- 14.6: unnecessary;
- 14.7: move to finance clause.
- 14.9: d) should become 14.11.
- 16: Affiliation agreements may require more formal recognition. May need to go to AGM.

Additions to the agenda:

6b TILMA: D. Thomas: In her report, D. Thomas mentioned that the BCLTA is commissioning an ombudsman. Her impression is that exemption for libraries from TILMA legislation is not on the table, but higher procurement levels might be available. The letter has been drafted, D. Thomas is waiting for input to be sure that all issues are covered before sending the letter. L. Jordon said that a co-signature will be required, from both presidents of the BCLA and the BCLTA.

6c Resolutions Committee: The Resolutions Committee has four members. Some on the committee would prefer to see a resolution process such as BCLA used to have at the AGM,

where draft motions could be presented on the floor without prior approval. D. Thomas stated that she was firm that BCLA needs a different process than we used to have, to prevent the AGM from going too long because of the motion creation and wordsmithing process. S. Hall supported this statement. D. Thomas stated that current procedures do permit last-minute resolution submissions in extenuating circumstances. C. Middlemass mentioned the concern that the only a small portion of the BCLA membership attends the AGM, and that those who are not in attendance are not able to vote on motions from the floor, nor can they appoint proxies if they can't read the proposed resolutions in advance. Presenting motions in advance is fairer, as all members have a chance to see the motions and consider their response. The Board agreed with D. Thomas's position.

5d Executive Director Position Review: L. Jordon reported that A. Wilson's six-month review was completed. Next review will be done in July 2009; it will be the one-year review. At a later meeting, K. Cooley will ask for committee members to work on the one-year review.

5e Office Manager Position Review: A. Wilson asked for an email discussion and vote to make changes in the Office Manager's contract language. The changes were unanimously accepted by members of the Board, and have been made to Allie's contract.

ACTION: A. Wilson to write up changes so that all the points are covered.

MOTION: That the changes to the Office Manager's contract be made as discussed in email discussion and voting process.

Moved by C. Kevlahan. Seconded by Christina De Castell. Carried.

7. BC Library Act Legislative Review:

March 2nd is the due date. BCLA would like to respond to review. In some areas we have a natural interest; BCLTA will respond to governance issues.

BCLA should respond to items:

- "resources of BC Public Libraries are a public good..."
- "Province and local govt are partners..."

BCLA will make a submission by the March 2nd deadline. A. Wilson and K. Cooley met with J. Van Dyk, who says that as long as the submission is dated March 2nd, we can take a bit more time than that to complete our submission; end of March may be adequate. A. Wilson did indicate that we would submit comments.

Discussion: D. Schacter: Will it be presented in legislature this term? No; it is outside the active political process. It will go into committees to be slowly considered, as we are in an election year.

BCLA must submit comments in hard copy to J. Van Dyk. BCLA Board members working on the task group to review and comment on legislative changes: A. Wilson; D. Schacter; D. Thomas; K. Cooley; L. Jordon (ex officio)

A. Wilson: to what extent should the BCLA membership at large be involved in the commentary?

C. Middlemass: It's a neat idea, but there is concern about meeting the timeline if posting to listserv. Is it possible to put out specific questions, rather than asking blanket "what do you think?" questions?

K. Cooley: it may turn out that there are a limited number of issues, and the process might not be difficult; if we get into a big process it will become unmanageable (to compile the information, etc.)

A. Wilson: Unincorporated geographic areas and First Nations that are not now served by public libraries need coverage.

L. Jordon: Legislative changes are aimed at governance issues, mainly. There are guidelines and standards for government funding for collections, economic inequities, suggestions that the government should be mandating basic levels of service. Those areas are probably beyond our scope.

Item 7b: New Business:

Planning: Meeting dates for 2009

- One virtual meeting per year is realistic.
- A. Wilson asks if we might consider dropping one of five Board meetings, and covering business in four, doing some work in a collaborative format such as a wiki.
- K. Cooley: BCLA could complete business in four meetings, if we are at liberty to call a fifth as needed.
- A. Wilson: as the handover meeting is mainly social, we could do it at the AGM at the annual Conference. There is a board retreat this year on April 30, May 1, May 2, which will include training for incoming board members. Some processes could be kicked off at that transition point, such as Conference theme and sessions. K. Hudson: meetings in June and December are hardest to get to as they fall outside of usual school term.
- 2009 meeting dates will be:

February 5

April 3

AGM April 18

April 30, May 1, 2

September 14 *Monday*

November 27

J. Milstead: How will handover for student reps take place? A. Wilson: probably at AGM.

ACTION: A. Wilson will write to program heads to confirm handover dates and ensure that new student reps will be appointed in time for handover.

Strategic Plan and Planning:

- End Date of previous BCLA strategic plan is 2009. Operational items have been addressed, if not resolved; one of those is the website, which A. Wilson is working through...budgetary concerns impact the process. The tech advisory team is debating the purchase of an off-the-shelf product versus DRUPAL production by volunteers. A. Wilson likes the reliability of purchasing off-the-shelf product, for the support and continuity, which is why the cost is a concern. The strategic plan was an operational plan, rather than a strategy; A. Wilson's goal is to be more strategic – to consider the organization's role and how we communicate it to our members.
- The Strategic plan process will bridge this board and the next, which makes sense as the plan can be turned over to new board.
- The process includes:
 - Situational Analysis (aka needs assessment): 1-3 months;
 - 1-day meeting to imagine compelling future based on Situational Analysis: 1-day
 - Out of imagining meeting, select and write up strategic directions: 1-month
 - Implementation including timelines

D. Schacter: where is stakeholder analysis and reporting going to take place? A. Wilson: Stakeholder analysis is part of Situational Analysis; reporting back to the membership would be done as we complete the process at various stages. A. Wilson will write up something to suggest the plan, in more detail, with timelines included. The end goal is to have strategic plan and operational goals in place prior to 2010 for action in 2010; we would discuss final product at November 2009 meeting.

S. Hall: will only board members be involved in strategic planning sessions, or will some BCLA members be involved? We might want one or two visionaries in the community to be involved; if that is appropriate for a Board plan. A. Wilson: surveys and focus groups will meet input need.

D. Thomas: there will be the process of creating the plan, but also the role of managing the plan. In the previous process, there was a day when the whole board plus some invited folks were involved.

A. Wilson: We want to create a vision statement to start the process.

A. Wilson: Associations in general are going through identity crises. They are a product of the Baby Boom Generation. The generational shift takes with it the perception of the value of joining associations. Why would people join? What's in it for them? Many library associations are finding that they have to re-articulate their value to their membership to attract members.

Exercise: Imagine the very worst future you can for BCLA in 10 years. Imagine the very best future for BCLA for 10 years. [A. Wilson recorded the results]

Discussion of BCLA's future followed; the Board discussed the benefits of institutional membership, individual membership, and the benefits to employers of having employees volunteering on BCLA SCIGs or the Board. A. Wilson stated that we can act immediately on our desire to show to employers and boards the benefit of employee participation on BCLA. A. Wilson stated that she would like the Board to set goals for her as Executive Director, and suggested that the Board discuss this via email, with or without her input.

Adjournment:

C. de Castell. Carried.