

Minutes of the VPL Board Governance Committee Regular Meeting held at 5:00 p.m. on Wednesday, February 21, 2024 via Zoom

**Present:** Tim Bottomer  
Victor Huang  
Kevin Lowe – Chair  
Raji Mangat  
Karen Spears  
Ziming Yang

**Management**

**Present:** Christina de Castell – Chief Librarian & CEO

**Recording**

**Secretary:** Chrysalyn Tolentino – Executive Assistant

**INTRODUCTION:**

Board Chair Lowe acknowledged that VPL and its operations take place on the unceded, ancestral, and present homelands of the Musqueam, Squamish and Tsleil-Waututh Nations. He reflected on the annual Women’s Memorial March for Missing and Murdered Indigenous Women and Girls, and the importance of honouring those from the past, present and future by bringing consideration of them into our approach as we undertake Indigenous rights and reconciliation work.

**ADMINISTRATION:**

**1. Approval of the Agenda**

Moved by Raji Mangat

*THAT the Committee approve the Governance Committee meeting agenda as received.*

**CARRIED UNANIMOUSLY**

**2. Minutes**

The Chief Librarian & CEO presented the draft minutes of the meeting held September 20, 2024 for approval by the Committee.

Moved by Ziming Yang

*THAT the draft minutes of the meeting held September 20, 2023 be approved as received.*

**CARRIED UNANIMOUSLY**

## **BOARD DEVELOPMENT & RECRUITMENT**

### **1. Board Development/Survey Results**

Board Chair Lowe presented the report to consider development needs of trustees based on the findings of the December 2023 self-evaluation survey. He noted that the discussion is an opportunity for the Committee to think about ways to address the findings and prioritize areas to focus on for improvement. He acknowledged that there are a lot of positive comments, and that there is a general feeling of being well supported and of trustees feeling good in their roles.

Trustees provided the following ideas related to the findings on reporting on liaison activities, understanding other library organizations, and building relationships:

- The Board could include in the agenda under Request for Information “Trustee Activities of Note” to encourage trustees to highlight liaison activities relevant to the whole Board.
- Staff could recirculate the Library Association Primer to all trustees at key points in the year, such as before an event like the BC Libraries Conference.
- The Board could invite representatives from related library organizations to attend a Library Board meeting for an opportunity to meet trustees, introduce their organization and build relationships.
- Staff could reach out to library partners and liaisons a week before board meetings to inquire if they have anything to share for the Board agenda.
- Trustees indicated that they appreciated holding the dinner prior to the start of the meeting and that it supported relationship building, which leads to better collaboration and decision-making.
- Trustees appreciated the trustee roundtable at the January meeting and suggested check-ins could be incorporated in future Board and committee meetings.

The Committee discussed the challenges of reading the Board package in the available time, and Chief Librarian & CEO de Castell noted that due to the timing of committee meetings the week before, staff would not be able to send the package earlier. Board Chair Lowe suggested that the Governance Committee revisit the timing of committee meetings in the fall, for 2025.

Trustees also discussed the importance of trust, and one comment about staff appearing to withhold information. Chief Librarian & CEO de Castell noted that there are times when staff have information that cannot be shared with the Board, which may be related to human resources issues, information from the City that is confidential/in-camera, or from other organizations. She noted that building relationships between Board and staff will certainly help over time. Trustees noted that it can be helpful to hear when information cannot be shared and reasons, and Board Chair Lowe noted that there is also information that the Board should not necessarily receive given their governance role.

After discussion, the following motion was raised:

Moved by Victor Huang

*THAT the Committee recommend that the Board receive the report for information.*

**CARRIED UNANIMOUSLY**

## **ROLES, RESPONSIBILITIES & PROCEDURES**

### **2. Indigenous Rights and Reconciliation Lead**

Board Chair Lowe noted that in the survey, not all trustees expressed confidence speaking about issues related to Indigenous Rights and Reconciliation, and committee members confirmed the need to do some work together as a Board. As per the September 2023 minutes, the Committee had agreed to bring this forward and identify a champion to lead this work on behalf of the Board. Trustees discussed that it would be appropriate to have co-leads for this work, and Trustees Mangat, Pruden and Spears identified themselves to support and lead this endeavour.

## **GOVERNANCE**

### **3. Governance Terms of Reference**

The Committee reviewed the Terms of Reference and sought clarification around the item “evaluating the performance of individual members and the board as a whole.” Board Chair Lowe noted the individual members’ aspect would apply if the Board needed to consider requesting that a trustee be removed from the Board by Council, as specified in the Library Act. Trustees also sought to clarify what committee or group has responsibility for performance management for the Chief Librarian & CEO. Chief Librarian & CEO suggested that this responsibility would be held by the core Governance committee members i.e. Chair, Vice-Chair, and Committee Chairs, and that they would need to make recommendations to the Board as a whole if decisions or action were needed. She clarified

that as stated in the Board Procedure Policy, the Board Chair and committees do not have authority to make decisions on behalf of the Board, but can make recommendations to the Board and carry out actions.

The Committee decided to defer further discussion of the Governance Committee’s Terms of Reference to the next meeting.

**ADJOURN**

Moved by Ziming Yang

There being no further business, the Chair declared the meeting adjourned at 6:00 p.m.

\_\_\_\_\_  
Kevin Lowe, Chair

\_\_\_\_\_  
Christina de Castell, Secretary

