

**VPL BOARD
Governance Committee
Regular Meeting Minutes
Monday, October 17, 2022**

Minutes of the VPL Board Governance Committee Regular Meeting held at 5:30 p.m. on Monday, October 17, 2022 via video call.

Present: Kurt Heinrich
Kevin Lowe – Chair
Victor Huang
Zahra Hussein
Raji Mangat
Karen Spears

Management

Present: Christina de Castell – Chief Librarian & CEO

Recording

Secretary: Chrysalyn Tolentino – Executive Assistant

Board Chair Lowe acknowledged that our meeting takes place on the unceded, ancestral, and present homelands of the Musqueam, Squamish and Tsleil-Waututh Nations. He is grateful that we are able to work, live and operate this amazing institution on their lands.

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 14, 2022 for approval by the Committee.

Moved by Kurt Heinrich

THAT the draft minutes of the meeting held September 14, 2022 be approved as received.

CARRIED UNANIMOUSLY

ROLES, RESPONSIBILITIES & PROCEDURES

1. Board Composition and Size

Christina de Castell, Chief Librarian & CEO, presented the report, noting the liaison appointments to the VPL Board from the Vancouver Park Board and Vancouver School Board were established in the 1970s. She identified that the report includes some alternative approaches to maintain the benefits of existing relationships with these two organizations, if the Committee decides to recommend that the Council appointment not continue.

The Committee discussed the role of having trustees from these organizations now, and Trustee Mangat noted that the reason that existed for establishing these roles in the 1970s no longer holds true. They also discussed alternative ways to maintain relationships between the organizations, and options considered either non-voting liaison options, or more formal roles, and whether the trustees from the VPB and VSB would appropriately attend in camera meetings. The Committee inquired about operational connections, particularly with staff of the Park Board, and the Chief Librarian & CEO noted that she has opportunities to connect generally weekly with the General Manager at City meetings. Trustee Hussein expressed a preference for a non-voting role, and noted that she appreciates that the trustees from these organizations contribute to the fullness of discussions. Trustee Heinrich noted a preference for a Chair to Chair relationship and the option to attend VPL Board meetings. Board Chair Lowe noted that there is no ex-officio concept in the Library Act, and that this may be most appropriate as a non-voting liaison role. Trustees reached consensus on a preference for a non-voting liaison role similar to representatives from the Friends of VPL, Union and VPL Foundation who would attend the regular public portion of the Library Board meeting and have the opportunity to provide a three to five-minute verbal report, as these partner organizations do. The Chief Librarian & CEO provided clarification of how the appointment process works at present for these roles, with a recommendation by each board for an appointment, and then formal appointment by Council. The Committee identified that the Board could direct the Chief Librarian & CEO to contact the General Manager of the Vancouver Park Board and Superintendent of the Vancouver School Board to share this discussion, and take any necessary steps to pass on the recommendation to Council. The committee identified that the Board Chair could then reach out annually to the chairs of each organization, proposing a liaison appointment, and agendas could be shared.

The Committee discussed the size of the VPL Board, noting that other governance boards have smaller number of participants, and that library boards vary in the Province, with VPL among the largest municipal boards, and regional boards having different structures. The Committee considered that City Council has 11 members, Vancouver School Board has 9 members, and Vancouver Park Board has 7 members. They weighed the value of larger

boards with greater representation, and smaller boards, where people have a greater opportunity to participate. The Committee reached consensus on a smaller board of 11 following discussion.

At the conclusion of the discussion, the following motions were raised:

Moved by Karen Spears

THAT the Committee recommend that the Board direct the Chair to write to City Council requesting that:

- a. They no longer appoint board members from Vancouver Park Board and Vancouver School Board;*
- b. The VPL Board size be reduced from 13 to 11 members; and*
- c. On a forward basis, the Vancouver Park Board and Vancouver School Board be offered a non-voting liaison role in the VPL Board to participate in regular public meetings.*

CARRIED UNANIMOUSLY

Moved by Raji Mangat

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

CARRIED UNANIMOUSLY

2. Board Planning Calendar

Chief Librarian & CEO de Castell presented for Committee information the Annual Board Planning Calendar to assist trustees in understanding activities that they can expect to participate in each year. The calendar is included in the VPL Trustee Orientation binder, and is used by the Board and VPL staff to plan activities during the year. Trustees did not identify any questions or edits required.

Moved by Raji Mangat

THAT the Committee recommend that the Board received the report for information.

CARRIED UNANIMOUSLY

ADJOURN

There being no further business, the Chair declared the meeting adjourned at 6:15 p.m.

Kevin Lowe, Chair

Christina de Castell, Secretary

DRAFT