



GOV12 – BOARD STRUCTURE

Policy Type: Governance **Policy Number:** GOV12 **Reviewed:** February 12, 2026

1. Overview

An effective Board is comprised collectively of people who have the knowledge, the skills and the background necessary to govern with excellence and to lead the Library in the realization of its vision.

This policy establishes the structure and composition of the Board with respect to succession planning, appointments, and sub-committees.

2. Succession Planning

The Board recognizes that the *Public Libraries Act* requires that the Council appoint Library Board members. To support the appointment process, the Board will collaborate with Council on a preliminary selection process.

The Board will:

- undertake a review of the Board's effectiveness in governing and accomplishing the strategic plan in accordance with the Board Evaluation Policy;
- solicit input from the CEO;
- match the Board's needs with the expertise and interests of the current members and identify the gaps that will need to be filled;

Potential candidates will be provided with briefing materials and information about library governance and services, which may include:

- information on the library's vision, mission and values;
- information on the role, structure, code of conduct and function of the Board;
- an introduction to the Public Libraries Act;
- an introduction to the by-laws and governance policies;
- a tour of the library; and
- a copy of the current planning document.

3. Appointments

The Board shall elect two of its members as Chair and Vice-Chair at its first meeting in the new term.

The terms of the Chair and Vice-Chair shall be for a two-year term of the Board. The election of the Chair and Vice-Chair shall be conducted at the inaugural Board meeting, and at the first meeting of year three (3) of the Board four (4) year term.

In the event the Chair and/or Vice-Chair positions are declared vacant, the Board may elect a new Chair and/or Vice Chair to complete the term.

Terms of Reference for the Board Chair

1. The Chair leads the Library 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.

Terms of Reference for the Vice-Chair

1. In the absence of the Board Chair, the Vice-Chair will perform the duties of the Chair, including presiding at Library Board meetings.

4. Board Sub-Committees

The Board may appoint such Sub-Committees as it considers expedient in accordance with the *Public Libraries Act*.

5. Vacancies

The Board, through the CEO, will notify the Clerk of the Town of Whitchurch-Stouffville when a vacancy arises in the membership of the Board. The CEO and the Board Chair will work with Council, who shall 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 (45).

6. Related Documents

- Public Libraries Act, R.S.O. 1990
- GOV13 Delegation of Authority
- GOV01 Purpose of the Board