



:. ontario library association

## **Governance Policies and Procedures**

<b>Policy Name: OLA Nomination to the CFLA-FCAB Board of Directors</b>	
<b>Policy Number: G 3.6</b>	<b>Policy Type: Board Officer's Roles and Accountability</b>
<b>Approval Date: September 22 2017</b>	<b>Date for Review: Every three years</b>

### **INTRODUCTION:**

The Ontario Library Association is a member association of the Canadian Federation of Library Associations/Fédération canadienne des associations de bibliothèques (CFLA-FCAB). The CFLA-FCAB by-law stipulates that as a multi-sector provincial association in the Central Canada (ON) region, OLA is eligible to put forth a candidate for election to the CFLA-FCAB board of directors.

The OLA requires a process whereby an OLA candidate is nominated to serve on the CFLA-FCAB board of directors for a two-year term.

The general membership of CFLA-FCAB (which are associations, not individuals) must then vote on the entire slate of candidates. The election of CFLA-FCAB Directors occurs at the Annual General Meeting that will be held in January or February annually.

Following the election, the CFLA-FCAB Board appoints officers of the corporation from the elected board (the chair, vice-chair, secretary, and treasurer).

### **PURPOSE:**

To ensure that the OLA nominates a qualified candidate for election to the CFLA-FCAB Board of Directors.

### **Policy Statements:**

In accordance the *Canada Not for Profit Corporations Act*, a slate of Directors must be elected by the CFLA-FCAB membership and cannot be appointed to the Board. There are some allowances for appointments (verses elected) of less than one-third of the board composition and of one-year terms, but generally, OLA must nominate at least one candidate for consideration.

OLA would put forward one nomination and the election stipulation is still adhered to as the entire CFLA-FCAB membership votes on all candidates.

Section 32 of the CFLA-FCAB by-law provides the parameters for OLA's nomination:

In order to serve as a Director pursuant to Article 32.1, an individual must:

- (a) be a member of the OLA board **or**
- (b) be the OLA executive director **or**
- (c) meet such other criteria as the Board may determine.

In addition, the nominee needs to match these criteria upon election but should they cease to maintain these qualifications, they may continue to remain in office for the duration of their term.

For (c) 'meet such other criteria as the Board may determine', the nominations committee may consider OLA past presidents, committee members, or members at large. If a nomination is put forth from category (c) a process must be in place to ensure regular reporting and communication with the OLA Board.

The terms are two years commencing immediately following the elections at the Annual General Meeting (January/February) with the option to be re-elected for an additional two years. No director can exceed 4 years but could be eligible again to be nominated after a one-year absence from the board. It is also possible to appoint Interim appointments for vacancies.

#### **PROCEDURES:**

The OLA Board of Directors is to strike a nominations committee at the June OLA Board meeting of the year a candidate is to be nominated.

The nominations committee will:

- Post notice of the vacancy by September 15 to the OLA membership including the timeline and criteria.
- Consider candidates who have the capabilities and experience to fulfill the duties as outlined in the CFLA-FCAB criteria for board members (note, CLFA-FCAB is in the process of developing governance documents).
- Approach candidates based on a majority vote by the nominations committee. The candidate must agree to have their name put forth for nomination.
- Ensure the nomination is approved at the November board meeting and the written nomination including the authorized OLA signatory is provided to the CFLA-FCAB office in advance of December 15.

Nomination committee composition:

- Not less than 3 OLA board members.

OLA Staff Responsibilities:

- Coordination of nomination committee meetings as needed
- Publicize the notice of nomination
- Liaise with the CFLA-FCAB office as required.