



:. ontario library association

OLA Resolutions Committee: OLA Annual General Meeting TERMS OF REFERENCE

Mandate

The purpose of the resolutions committee is to review resolutions put forth for the OLA Annual General Meeting (AGM) to ensure they meet resolution guidelines and to ensure that members have the clarity and information they need to facilitate their vote.

The committee will determine if the resolution submitted is out of order, or if it can proceed.

In addition, the committee will determine whether the resolution is:

- advisory,
- salutatory,
- or a main motion.

Definitions:

Resolution

Resolutions are means for the Board or a member to propose action for the membership to consider.

Types of Resolutions*:

Salutatory Resolution

The purpose is to recognize officially an event or individual, and this resolution often takes the form of a proclamation.

Advisory Resolution

From OLA By-Law 1: “The Board of Directors of the Association administers the affairs of the Association in all things and makes or causes to be made for the Association in its name and kind of contract which the Association may lawfully enter into and save as hereinafter provided, generally exercises all such other powers and does all such other acts and things as the Association in its Charter or otherwise is authorized to exercise and do.”

As a membership corporation, the members have the right to recommend an action to the Board. These resolutions cannot compel the Board to an action if they contravene the responsibilities of the board as noted in the by-laws.

Resolution as a Main Motion

This is a resolution that compels action by the organization. These would include any changes to the Bylaws and/or changes related to the rights of the members. These must be presented to the members, and do require debate, and a vote. These can be proposed by the Board directly or can be proposed by any member.

Out of Order

This refers to a resolution that for one of several reasons should not be brought before the members. Even if voted on, the vote is null and void. Some of the characteristics/conditions to cause a resolution to be out of order include:

- Motion creates a conflict with national, provincial, or local law or other reporting agencies or with the Bylaws and other governing documents of the organization.
- Motion proposes actions that are outside the scope of the organizations mission or purpose as defined or would in any capacity be viewed as detrimental to the organization or its members.
- Motion was not properly presented, or not presented within the published time required for consideration by the Resolutions Committee.

Responsibilities/Objectives:

The resolutions committee meets with the mover and seconder of the motion to ensure the following guidelines for the proposed resolution:

- The intent is clear, concise and factual.
- It is timely.
- It is non-partisan.
- It has the appropriate scope.
- It is not redundant (does not already exist).
- Any conflicts with existing policy are identified.
- Is compatible with the policies of the association as proven through previously adopted policies.
- It is of benefit to the library community and should not exercise an advantage to some members to the detriment to others.
- It is prepared using the OLA Template for resolutions to ensure clarity and consistency.
- It has been submitted within the published time-frame for resolutions.

Deliverables:

- Review any resolutions submitted for the AGM by members.

- Attend a resolutions committee meeting to discuss proposed resolutions.
- Attend a resolutions committee meeting with mover/seconded for proposed resolutions to ensure guidelines are met or recommendations for any edits are requested and confirm eligibility of the motion for submission at the AGM.
- If required, prepare a report with any recommendations to the OLA Executive.

Additional Note:

Executive Veto:

The OLA Executive shall retain the power to veto any resolution which it believes would be in violation of the Association's by-laws, threaten the charitable status of the association, impede or undermine the business of the association, or commit the Association to such expenditures that, in the opinion of the Executive, would not be in the best interests of the Association, and in any such case will bring to the members its rationale for doing so. Such a veto would normally be executed upon receiving the resolution from the Resolutions Committee and before it is brought to the attention of members of the Association.

Members of the OLA Resolutions committee shall not publicly divulge their opinion on a resolution.

Composition:

The resolutions committee is appointed by the OLA Executive. The resolutions committee consists of 3 – 5 members, including a chair, who have been past OLA board members and with representation from at least 3 OLA divisions. The chair for this committee will be appointed by the OLA Executive.

The committee will be appointed annually at the November OLA Board meeting.

The executive director will act as ex-officio secretary to the OLA Resolutions Committee.

Resources and budget:

- 1 – 3 teleconferences
- Shared private platform for document review and editing (for example, Google Docs)
- A parliamentarian may have to be appointed for the AGM pending the nature and scope of any resolution submitted.

Timelines:

The OLA AGM is held annually during the OLA Super Conference which occurs at the end of January. The majority of the committee work occurs between November and February.

The following deadlines are established in OLA By-Law 1:

90 days: deadline for notice of AGM

30 days: notice of by-law amendment sent to the members

30 days: submission of other resolutions for the AGM

7 days: resolutions sent to members (other than by-law amendment)

Subsequently, the following are the deadlines for deliverables for the resolutions process. Note that leeway is provided due to the December holiday schedule for both OLA staff and members, and that the OLA Super Conference dates change slightly annually:

October 25: notice of AGM including call for resolutions sent to members.

November: appointment of a resolutions committee at the OLA Board meeting.

December 1: Submission of any proposed amendments to by-laws.

December 15: Committee review/meeting of any resolution proposing by-law amendments

December 20: Notice of any resolutions pertaining to a by-law amendment sent to the members.

December 20: Submission due date for any other resolutions for the AGM (non-by-law related).

January 10: Committee review/meeting of other resolutions submitted.

January 17: Notice of Resolutions (non by-law related) sent to members.

*Derived from Sertoma: <https://members.sertoma.org/file/resolutions/Resolutions-FAQ.pdf>