

# 122nd ANNUAL GENERAL MEETING of the ONTARIO LIBRARY ASSOCIATION

Virtual Meeting  
February 23, 2023, 3pm EST

## Draft Minutes

Presiding: Sabrina Saunders, OLA President, 2022

### 1. Welcome

Ms. Saunders welcomed participants to the 122<sup>nd</sup> Annual General Meeting of the Ontario Library Association and extended a land acknowledgement.

As quorum was not reached at the start of the meeting, Ms. Saunders recessed the meeting and presented the presidential report to be voted upon after quorum was declared.

Ms. Saunders advised that the Annual General Meeting is conducted under rules that are contained in Bylaw #1 and in OLA Policy G.6. and reminded attendees that they must be an OLA member or a proxy holder to move, second, or vote on business.

### 2. Establishment of a Quorum

After a prescribed recess during which additional members joined, quorum was declared.

### 3. Adoption of the Agenda.

**Motion** 122 – 1: That the agenda for the 122<sup>st</sup> Annual General Meeting of the Ontario Library Association be approved.

Moved: Ardis Chedore      Seconded: S.S. Ahmad

Carried.

### 4. Approval of the Minutes of the 121st Annual General Meeting, held February 23, 2022.

**Motion** 122-2: To approve the minutes of the 121<sup>st</sup> OLA Annual General Meeting.

Moved: Sarit Glaizer      Seconded: Ruth Gretzinger

Carried.

#### 4.1. Business Arising.

Ms. Saunders note that at the 121<sup>st</sup> AGM it was noted that it was time for OLA to select an auditing firm based on a request for proposal and review process and that this is a good due diligence practice for the association. OLA undertook the process, reviewed submissions and

selected and approved the incumbent, Hilborn LLP, to be in place through to 2024.

## **5. Financial status of the Association: Lori Hallahan, Treasurer, OLA**

### **5.1. Report of OLA Treasurer 2022**

Ms. Hallahan noted that OLA's auditing firm, Hilborn LLP, reported that the consolidated financial statements presented fairly in all material respects the financial position of OLA as of August 31, 2022, and the results of its operations and its cash flows for the year then ended, was in accordance with Canadian accounting standards for not-for-profit organizations. Through prudent management, OLA achieved its operational budget targets with a surplus of \$62,910.

**Motion 122-3:** Motion to accept the report of the 2022 OLA Treasurer.

Moved: Cyndi Smith          Seconded: Russell Abraham

Carried.

### **5.2. Audited statements for 2022.**

**Motion 122-4:** Motion to accept the audited statements for 2021-2022 as provided by Hilborn LLP.

Moved: Lori Hallahan          Seconded: Susan Kun

Carried.

Melanie Mills declared her abstention.

## **6. OLA 2022 in review: the following officers of the Ontario Library Association provided annual reports to the membership in advance:**

- OCULA 2022 President Zachary Osborne
- OLBA 2022 President S.S. Ahmad
- OLITA 2022 President Michelle Goodridge
- OPLA 2022 President Douglas Davey
- OSLA 2022 President Beth Lyons
- ABO-Franco 2022 Présidente Catherine Lachaine
- OHLIA President 2022 Kimberley Aslett
- OLA President 2022 Sabrina Saunders
- Executive Director Shelagh Paterson

**Motion 122-5:** Motion to receive the reports of the officers of the Ontario Library Association.

Moved: Joanna Aegard          Seconded: Ardis Chedore

Carried.

## **7. OLA Resolution, By-Law 1**

Ms. Saunders invited Ms. Cecchetto, to speak to this resolution.

Ms. Cecchetto reported that a resolution regarding a revision to the Ontario Library Association By-Law 1, Section 5: Board of Directors, has been put forth.

The resolution in its' entirety was provided to members in advance on the OLA Web site. Ms. Cecchetto noted that specific textual changes were provided to members in advance and read the context and the background as follows:

Previous OLA boards have raised the question of the OLA board composition identifying:

- The need to expand expertise and perspective beyond divisional council representation.
- The need to reduce the workload of divisional vice-presidents and presidents, who serve both on the OLA Board and their divisional council as volunteers.

### **Background:**

Currently, vice-presidents and presidents of each of the seven divisional councils are also appointed to the OLA Board of Directors. Serving on the OLA Board and a divisional council are two separate responsibilities, but the divisional perspective is important for the work of the OLA Board.

The OLA board implemented a governance review committee to assess the purpose of the board and to research best practices and other board governance models. During this time the OLA board participated in the Ontario Nonprofit Network (ONN) Re-Imagining Governance process through a series of facilitated sessions.

As a result of the governance review, the board confirmed the need to:

- Expand expertise and perspective by including members-at-large positions on the board.
- Reduce the workload of divisional vice-presidents and presidents, who will now only serve one year on the board, when they become past presidents of their division.
- Increase the agility of the OLA Board.

And identified a structure to achieve this by:

- Leveraging association experience on the OLA Board by including divisional representatives (the divisional past-president or designate) who will have served for two years on a council.
- Reducing the time obligation of the OLA Vice-President/President-elect and the divisional council representative which also reduces the size of the board.

The proposed revisions were also presented for discussion to the 7 OLA divisional councils (2022 term) who were able to provide further input on a potential new board structure.

Should this revision be approved at the 122<sup>nd</sup> OLA AGM, the transition to a new board structure would take 3 years to fully implement (2023 – 2026).

The changes were provided in advance and are on the OLA web site for detailed review. The summary of changes include:

- Moving from an 18-member board to a 13-member board.
- Removing the divisional council VP and President positions and replacing those positions with the Past-President of each division (this would reduce divisional representation from 14 to 7).
- Removing the Past-President position from the OLA Board.
- Adding 3 member-at-large positions with one to be elected annually.

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Therefore, whereas, in 2021, the OLA Board of Directors began a governance review process to ensure members' diverse voices are heard and that the association continues to be a nimble organization,

Whereas, that OLA's Strategic Plan 2021 – 24 identifies "Re-think and re-design governance to strengthen OLA" as a priority for the association,

**Motion # 122 – 6:** OLA By-Law 1, Section 5 is revised as follows to enable the implementation of a new board structure for OLA.

'5. BOARD OF DIRECTORS The legal responsibility for the affairs of the Association rests with the Board of Directors of the Association.

a) The composition of the Board of Directors shall be as follows:

- The President of the Association
- The Vice-President (President-Elect) of the Association
- The Treasurer of the Association
- The Past-President of each duly constituted division of the Association or designate.
- 3 Members-at-large

Provided that each of the foregoing is a personal member in good standing of the Association at the time of their election or appointment and throughout their term of office. The officers of the Association shall be the President, Vice President, the Treasurer, with the Secretary, ex-officio, without vote.

b) The Vice-President (President-Elect) of the Association shall serve the first year after election as Vice-President and the second year as President.

c) The Treasurer shall be elected for a two-year term.

d) The officers shall be elected by the members of the Association in the manner designated in this by-law, except the Secretary who shall be appointed by the Board upon the

recommendation of the Executive Committee, provided that in default of such election the then incumbents, being members of the Board of Directors shall hold office until their successors are elected or appointed.

e) The Divisions shall at the annual general meeting of the Association and following their respective annual general meetings submit the names of their Board representatives and their representative shall be deemed to be elected to the Board of Directors of the Association.

f) A member-at-large shall be elected annually for a three-year term.'

Moved: Andrea Cecchetto                      Seconded: S.S. Ahmad

Carried.

## **8. Report of the OLA Nominations Committee.**

Ms. Saunders reported on behalf of Richard Reid, chair, OLA Nominations committee, that S.S. Ahmad was nominated and acclaimed as OLA Vice-President 2023, President-Elect 2024.

**Motion 122 – 7:** That the report of the OLA Nominations Committee is accepted.

Moved: Sarit Glaizer                      Seconded: Douglas Davey

Carried.

## **9. The Year Ahead, Looking Forward. Melanie Mills, OLA President, 2023**

Ms. Mills thanked Sabrina Saunders, 2022 OLA president, Andrea Cecchetto, 2020-21 OLA President, and the board of directors for their service and commitment to OLA. In addition, it was noted that Ms. Saunders and Ms. Cecchetto provided exceptional service to OLA by extending their terms during the pandemic to provide added stability to the association.

Ms. Mills introduced the new board as follows:

Sabrina Saunders, OLA Past-President  
Lori Hallahan, OLA Treasurer  
S. S. Ahmad, OLA Vice-President/President-Elect

And the following divisional presidents and vice presidents who also serve the OLA Board:

Graham Lavender, President, Ontario College and University Library Association  
Matthew Rohweder, OCULA Vice-President  
Ryan Moniz, President, Ontario Public Library Association  
Megan Garza, OPLA Vice-President  
Johanna Gibson-Lawler, President, Ontario School Library Association  
Wendy Burch Jones, OSLA Vice-President  
Joel Rivard, President de l'Association des bibliothèques de l'Ontario

Victoria Tsonos, Vice-Présidente de l'ABO-Franco  
Max Lupo, President, Ontario Library and Information Technology Association,  
David Lightfoot, President, Ontario Health Library and Information Association  
Thomas Sandor, President, Ontario Library Boards' Association  
Marj Poirer, OLBA Vice-President

Ms. Mills noted that there are two vacancies on the OLA Board, the OLITA Vice-President and the OHLIA Vice-President.

Ms. Mills noted that the OLA Board is a steward of the association cultivating an alignment between governance structure, operations and the strategic plan, and welcomes members to get involved with OLA.

## **10. Adjournment.**

**Motion 122 –8:** Motion to adjourn.

Moved: Russell Abraham.

Carried.

Thank you for participating in the 122<sup>th</sup> OLA AGM!