CAAL CBPA
Council of Atlantic Academic Libraries
Conseil des bibliothèques postsecondaires de l'Atlantique

Executive Committee Handbook

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1. Introduction

The CAAL-CBPA Board of Directors is composed of 20 members, with each Board member being the senior administrative officer for their institutional library. The Board makes decisions on CAAL-CBPA's strategic priorities and directions according to its goals, vision, and values. Being a large group, the CAAL-CBPA Board meets three times each year, which means that critical decisions could be delayed if postponed until the next meeting. The CAAL-CBPA Executive Committee is a much smaller group comprised of the Chair, Vice Chair, Past Chair, and Treasurer. Due to its small size, the Executive Committee can meet more frequently than the Board, including on short notice, and can thus make faster decisions and deal with pressing issues impacting the organization.

The CAAL-CBPA Executive Committee serves as a steering committee for the Board. In this role, the Executive Committee sets priorities for resolution by the Board as a whole. It also conducts research and investigates issues facing the organization to inform recommendations to the Board for Board discussion and decision. The Executive Committee can make decisions as needed without Board consultation within the scope defined within the ByLaws and Policies and Procedures of CAAL-CBPA. The Executive Director participates in Executive Committee meetings and activities in an advisory capacity as many decisions resulting from these discussions require operationalization.

This Handbook describes the Executive Committee roles and responsibilities and connects each role's activities in the context of the CAAL-CBPA calendar.

2. CAAL-CBPA Calendar

CAAL-CBPA operates continuously throughout the year, with cyclic activities in all aspects of operations and governance. Many of these activities are the responsibility of Executive Committee members (primarily governance tasks) and the CAAL-CBPA Executive Director (a mix of operations and governance tasks). Appendix A details these many activities, including timelines, task descriptions, task sequencing, and task ownership.

3. Board Chair

3.1. General

The Board Chair leads the organization by engaging Board members to work as a unit. The Board Chair facilitates Board meetings, showing strong leadership, and supporting and supervising the Executive Director, all while following governance best practices. The Board Chair acts as a strategist and is knowledgeable about the organization and Board practices. They also serve as a coach and a conciliator.

The Board Chair has all the same rights and responsibilities as other Board members including voting rights.

The Chair most commonly performs the following functions:

- Serves as the contact point for individual Board members on Board issues.
- Maintains visibility in the community.
- Leads Board meetings.
- By modeling, articulating, and upholding the rules of conduct as outlined in the Bylaws, the Board Chair sets a high standard for how the rest of the Board behaves. The Board Chair also addresses issues regarding confidentiality, conflict of interest, and other pertinent board policies.
- Leads the performance review process for the Executive Director.
- Ensures opportunities for Board development.
- Mentor the Vice Chair in their role and responsibilities and model the Chair role for them.

3.2. Strategic Planning

The Chair, as the Board leader, is responsible for working with the Board, Executive Committee, and Executive Director to set strategy, goals, and objectives for the organization and ensuring that they are met.

3.3. Board Meetings

One of the major responsibilities of the Board Chair is to lead productive Board meetings.

3.3.1. Pre-Meeting

In advance of each Board meeting, the Chair shall:

- In the month preceding the Board meeting, prepare a purposeful, strategically focused, draft agenda in collaboration with the Executive Committee and Executive Director. The agenda shall follow the Board meeting agenda template.
- By two (2) weeks in advance of the Board meeting, finalize the Board meeting agenda for inclusion in the Board meeting package.

3.3.2. During the Meeting

- Ensure that the agenda is respected in terms of process, flow, and timing.
- Employ best practices in the efficient and effective running of the meeting.
- Actively engage each Board member in discussions and deliberations.
- Ensure appropriate voting processes are in line with the organization's governance model.
- Control dominating or out-of-line behavior during meeting in accordance with the CAAL-CBPA Code of Conduct.

3.3.3. Post-Meeting

- Follow-up on any action items for the Chair.

3.4. Executive Director Performance Review

The leadership of the Board Chair and Executive Director, though having demonstrably different roles, reinforce and support each other. Each has their own responsibilities, but they complement each other and meet regularly to support and consult each other. The Executive Director relies on the Board Chair to help with emerging issues or potential problems.

The entire Board is responsible for conducting an annual Executive Director performance appraisal, but the Board Chair takes the lead. This process includes:

- January
    - Receiving the Executive Director's annual report;
    - Soliciting feedback from Board members and others as appropriate on the performance of the Executive Director to inform the performance review;
- February
    - Writing a performance review for the Executive Director;
    - Meeting with the Executive Director to discuss the performance review, providing guidance and counsel as needed;
- February-March
    - Ensuring follow-up action after the review meeting to renew or terminate the Executive Director as per the result of the review process.

3.5. Board Learning and Development

Board education and development are important to ensuring a strong Board. The Board Chair takes a lead role in developing new Board members and identifying needs and opportunities for continuing education for Board members to develop their individual or collective skill sets.

3.6. Succession Planning

An important duty of a newly appointed Board Chair is to mentor the Vice Chair in their role and responsibilities, as model behaviours and best practices as the Chair, to ensure a smooth succession. This is an important step that ensures board continuity and a smooth transition toward future Board leadership.

4. Vice-Chair

4.1. General

The role of the Vice Chair is to:

- Report to, advise, and provide wise counsel to the Chair.
- Assist and advise the Chair on establishing agendas and meeting materials for Board meetings.

- Collaborate with the Chair to develop and implement processes and practices that support the deliberations of the Board in order that the Board may diligently fulfill its duties and conduct its work and affairs effectively and efficiently.
- Act in the Chair's stead should they be absent, incapacitated, or unavailable.
- Identify emerging issues and professional and market trends, and propose strategies to solve problems or seize opportunities.
- Lead special projects and initiatives as assigned by the Chair or the Board.

4.2. Chair Proxy

- In the absence of the Chair, the Vice-Chair will exercise the powers and perform the duties and functions of the Chair.
- Act as an additional key point of contact with the Executive Director in the Chair's absence.

4.3. Chair of Audit Committee

Due to the contractual relationship between CAAL-CBPA and ISI related to financial and audit activities, much of the daily contact with the Auditors is carried out by the ISI Office Manager. That said, the Chair of the Audit Committee, has a significant role in the annual audit process. Specifically, they:

- Lead the Audit Committee in all aspects of its work and is responsible for effectively managing the affairs of the Audit Committee and ensuring that it is properly organized and functions efficiently.
- Convene and lead the twice-yearly Audit Committee meetings, ensuring that Committee members are prepared and engage actively and knowledgeably in discussions.
- Respond to audit related questions from the ISI Office Manager.
- Serve as the key linkage between the Audit Committee and the Board. This involves presenting the audited financial statements and auditor's report at the CAAL-CBPA AGM, answering any questions Board members might ask, and moving the acceptance of the Auditor's Report at the AGM in September of each year.

5. Past Chair

5.1. General

The role of the Past Chair is to:

- Act as a resource to the Chair and Board providing input and raising awareness of policies, process, and historical perspective as appropriate.
- Serve as a mentor for the Chair.
- Chair the Research Grant Committee.

- In alignment with succession planning best practices, recruit Board members to fill vacancies in Board Executive Committee positions, specifically the Treasurer and Vice Chair positions.
- Lead special projects and initiatives as assigned by the Chair or the Board.

5.2. Chair of Research Grant Committee

The purpose of this Committee is to encourage and support new or established librarians and staff working in academic libraries who are undertaking, or propose to undertake, collaborative, evidence-based research with the intent to share results through publication and/or conference presentation.

As Chair of this Committee, the Past President is responsible for:

- Convening Committee meetings twice annually in February and April.
    - At the February meeting, the Chair explains the Grant application process, the single-blind approach, the evaluation rubric criteria, the steps to complete evaluation rubrics for each application, and the final adjudication process.
    - At the April meeting, the Chair leads the Committee in discussing the applications and the scores assigned by each member of the Committee for each applicant. The Chair then leads the Committee in finalizing the deliberations to identify the successful applications.
- The Chair may also convene an additional Committee meeting(s) to discuss potential issues, process revisions, or concerns to be addressed. This may result in the Committee developing recommendations that the Chair will present on, and act as advocate for, in CAAL-CBPA Executive Committee and/or Board meetings as required.
- If the Board approves any recommendations for changes to the existing Grant policies or procedures, the Chair leads the Committee in implementing these changes as approved. This process may involve working with the CAAL-CBPA Executive Director to operationalize the changes.

5.3. Executive Committee Position Recruitment

Succession planning is critical to CAAL-CBPA's long-term viability. Recruiting new and diverse people into Executive Committee leadership roles helps to infuse fresh ideas into Committee discussions, avoid Board member burnout, and encourages balance in member segment representation on the leadership team.

In July/August of each year, the Past Chair will consider potential candidates for the Vice Chair or Treasurer roles depending on the year. This process could include consultation with current Executive Committee and Board members. Involving Board members in the leadership succession process fosters member engagement and diverse viewpoints, while stressing consensus and group decision making.

In September at the AGM, the Past Chair nominates a candidate for the Executive Committee vacancy for approval by the membership. Once approved, the nominee starts their term immediately after the AGM.

6. Treasurer

6.1. General

The primary responsibility of the CAAL-CBPA Treasurer is to oversee and manage the financial affairs of CAAL-CBPA and to safeguard its finances. Not only do they manage and monitor CAAL-CBPA's financial health, but they also keep the Board informed and current in finance related matters so that they can make better decisions.

The many roles and responsibilities of the Treasurer include:

- **Financial Management:** The Treasurer is responsible for managing the organization's finances, including budgeting, financial planning, and making sure that the organization operates within its budgetary constraints.
- **Financial Reporting:** The Treasurer is responsible for presenting financial reports to the Board of Directors and other stakeholders including the organization's income and expenses, assets and liabilities, and other financial performance indicators.
- **Internal Controls:** The Treasurer establishes proper internal controls to safeguard the organization's assets and prevent fraud or misuse of funds. This is done in collaboration with the ISI Office Manager and the CAAL-CBPA Executive Director.
- **Compliance:** The Treasurer ensures that the nonprofit is compliant with all relevant financial and accounting regulations, as well as legal requirements or reporting obligations specific to not-for-profit organizations.
- **Taxes** - The Treasurer is listed as the organization's owner with the CRA and assigns access rights to organizational representatives to the CRA.
- **Banking:** The Treasurer works with the ISI Office Manager to manage the organization's bank accounts.
- **Strategic Financial Planning:** The Treasurer collaborates with other Board members to develop long-term financial strategies that align with the organization's mission and goals.
- **Auditing and Review**: The Treasurer acts as in support of the Audit Committee in the annual audit process and any financial reviews to ensure the accuracy and transparency of the organization's financial statements.

6.2. Monthly

6.2.1. Expense Reports

Review and approve Executive Director's expense reports through CentreSuite. The ISI Office Manager creates the Treasurer's CentreSuite account and can resolve access issues.

6.2.2. Executive Committee Meetings

Participate in monthly Executive Committee meetings and provide updates as needed as a standing item on the agenda.

6.2.3. Budgets

Update budget spreadsheets as needed and annotate as needed with questions and potential changes to forecast. This should be quarterly at minimum when the updates are distributed by the ISI Office Manager.

6.2.4. Payroll and Benefits

Receive emails from Universities Canada related to payroll and benefits and forward as required.

6.3. Quarterly

6.3.1. Budget

- Contact the ISI Office Manager to request reconciliations/updated budget in advance of Board meetings and prepare budget updates in consultation with the ISI Office Manager and CAAL-CBPA Executive Director. The update includes annotations as needed with questions and potential changes to the budget year Forecast.
- Review statements, expenditures, special projects operational, special projects unrestricted funds.

6.3.2. Board Meetings

- Prepare Treasurer's Report for Board Meetings, sharing it with the Executive Committee in advance of the Board meeting so that they can provide feedback and are aware of what you are reporting.
- Provide a verbal report at the Board meeting to accompany your submitted report, and finish with a motion to approve the Treasurer's report. Be prepared to respond to questions from Board members at the meeting.
- Review Board feedback with the Executive Committee its first meeting following the Board Meeting. Integrate Board feedback into the budgeting process following discussion with the Executive Committee.

6.4. Annually

6.4.1. Audit Process

The Treasurer serves in a support capacity to the Audit Committee. After the audit process is complete, integrate any audit recommendations and guidance into the budgeting process. Include audit recommendations in the Treasurer's Report to inform Board members.

6.4.2. Payroll and Benefits

In March, email Universities Canada to inform them of any changes to the Executive Director's salary and contract. Attach a copy of the signed contract to the email, and copy the Chair and ISI Office Manager on this email.

7. Supporting Documents

7.1. Board Meeting Agenda Template
7.2. Call for Board Meeting Reports and Updates Email Template
7.3. Board Meeting RSVP Template
7.4. AGM Meeting Notice Template

Appendix A: CAAL-CBPA Calendar

Month	Task	Owner
January	**Executive Director Performance Review Process** ● Submit Executive Director's annual performance report to CAAL-CBPA Chair.	Executive Director
	● Send out Executive Director Performance Report to Board members, and other persons as appropriate, and solicit feedback and comments.	Chair
	Winter Board Meeting ● Prepare a draft meeting agenda.	Executive Committee
	● Finalize a proposed budget for the next fiscal year.	Treasurer Support ISI Office Manager Executive Director
	● Send out a link to the meeting RSVP with a response deadline. ● Send out the Teams meeting invite to Board members and guests. ● Arrange for meeting catering. ● Make a reservation for Board dinner & send out the dinner invite to attendees. ● Send out calls to CAAL-CBPA committee Chairs, external committee CAAL-CBPA representatives, and CAAL-CBPA Board members for reports and updates.	Executive Director
February	● Finalize meeting agenda by two (2) weeks in advance of meeting.	Executive Committee
	● Board Meeting Package - Gather reports and updates into a Board package and distribute to Board members two (2) weeks in advance of the meeting. ● Within one (1) week after the meeting, send out the meeting minutes and a list of action items to Board members.	Executive Director
	Executive Director Performance Review Process ● Complete a written performance review of the Executive Director, incorporating feedback from all consulted as part of the process, and send it to the Executive Director. ● Within one (1) week of sending the performance	Chair Support ISI Office Manager

Month	Task	Owner
	review letter to the Executive Director, meet with them to discuss the results of the performance review. ● If it is a contract renewal year, and the decision is to renew the Executive Director's contract. ○ Request from the ISI Office Manager the salary % increase for the coming year per the Executive Director's contract. ○ Send the Executive Director a contract for the new term using the template asking them to sign and return it. ● If it is not a contract renewal year, and the performance review decision is to continue employing the Executive Director: ○ Request from the ISI Office Manager the salary % increase for the coming year per the Executive Director's contract. ○ Send the Executive Directorva notice of renewal for the coming year using the template and asking them to sign and return it. ● If the result of the performance review is termination of the Executive Director, then send the Executive Director a termination notice indicating the employment terms for the required sixteen (16) week notice period.	
	● Sign and return the notice of renewal/new contract/notice of termination to the Chair.	Executive Director
	Research Grant Convene first meeting of the Committee.	Past Chair
	Send out a call for applications using the email template and designated communication channels.	Executive Director
March	**Fiscal Year End** ● Post the new Member FTEs to the CAAL-CBPA website.	Executive Director
	Executive Director Performance Review Process ● In early March, email Universities Canada to inform them of any changes to the Executive Director's salary and contract as of their April 4th anniversary date.	Treasurer
April	**Fiscal Year Start** ● Issue member invoices.	ISI Office Manager
	Research Grant	

Month	Task	Owner
	● Anonymize applications, create review rubrics for Committee members to use in reviewing applications, and create rubric summary spreadsheet.	Executive Director
	● Committee members review anonymized applications and complete rubric for each application.	Research Grant Committee Members
	● Collate Committee member rubrics into summary spreadsheet.	Executive Director
	● Convene a second meeting of the Committee to review applications and make final decisions.	Past Chair
	● Announce grant awardees to the Board via the Board listserv (directors@caul-cbua.ca). ● Send out letters to grant awardees and unsuccessful applicants. ● Announce grant awardees to membership via CAAL-CBPA listservs and website News section.	Executive Director
	● Disburse grants to awardee via their research office or equivalent.	Executive Director ISI Office Manager
	Audit ● Schedule Audit Committee May meeting.	ISI Administrative Assistant
May	● Send an Audit Engagement Letter to the Executive Director to sign.	ISI Office Manager
	● Sign the Audit Engagement Letter and return it to the ISI Office Manager.	Executive Director
	● Distribute Audit Committee meeting agenda and minutes of the previous Committee meeting.	ISI Office Manager
	● Convene the Audit Committee.	Vice Chair <u>Support</u> Audit Committee Members Auditors Treasurer Executive Director ISI Office Manager
	Spring Board Meeting ● Prepare a draft meeting agenda.	Executive Committee

Month	Task	Owner
	● Send out a link to the meeting RSVP with a response deadline. ● Send out the Teams meeting invite to Board members and guests. ● Arrange for meeting catering. ● Make a reservation for Board dinner & send out the dinner invite to attendees. ● Send out calls to CAAL-CBPA committee Chairs, external committee CAAL-CBPA representatives, and CAAL-CBPA Board members for reports and updates.	Executive Director
June	● Finalize the meeting agenda by two (2) weeks in advance of the meeting.	Executive Committee
	● Board Meeting Package - Gather reports and updates into a Board package and distribute to Board members two (2) weeks in advance of the meeting. ● Within one (1) week after the meeting, send out the meeting minutes and a list of action items to Board members.	Executive Director
July	**1st Quarter Budget Update** ● Prepare draft budget update.	ISI Office Manager
	● Review General Ledger entries & draft quarterly budget update and send corrections to ISI Office Manager.	Executive Director & Treasurer
	● Send out a final budget update to the Treasurer & Executive Director.	ISI Office Manager
August	**Executive Committee Recruitment** ● Recruit Vice Chair or Treasurer candidates (alternate years).	Past Chair
September	**Audit** ● Schedule Audit Committee September meeting.	ISI Administrative Assistant
	● Distribute Audit Committee meeting agenda, minutes of the previous Committee meeting, and audit documents.	ISI Office Manager
	● Convene the Audit Committee.	Vice Chair <u>Support</u> Audit Committee Members Auditors Treasurer

Month	Task	Owner
		Executive Director ISI Office Manager
	AGM – by September 16th per Corporations Canada ● Send out AGM Agenda to Board members via the Board listserv.	Executive Director
	● Approve Vice Chair/Chair (alternate years). ● Approve election of Board members. ● Approve committee rosters. ● Approve appointment of Auditors for current fiscal year. ● Ratify all Board decisions in the previous 12 months.	Chair
	● Immediately following the AGM, report the results of the Auditor approval vote to the ISI Office Manager. ● Submit the CAAL-CBPA Annual Report to Corporations Canada via the Government of Canada Canada Online Filing Centre.	Executive Director
	Fall Board Meeting ● Prepare a draft meeting agenda.	Executive Committee
	● Send out a link to the meeting RSVP with a response deadline. ● Send out the Teams meeting invite to Board members and guests. ● Arrange for meeting catering. ● Make a reservation for Board dinner & send out the dinner invite to attendees. ● Send out calls to CAAL-CBPA committee Chairs, external committee CAAL-CBPA representatives, and CAAL-CBPA Board members for reports and updates.	Executive Director
October	● Finalize the meeting agenda by two (2) weeks in advance of the meeting.	Executive Committee
	● Board Meeting Package - Gather reports and updates into a Board package and distribute to Board members two (2) weeks in advance of the meeting. ● Within one (1) week after the meeting, send out the meeting minutes and a list of action items to Board members.	Executive Director
	2nd Quarter Budget Update ● Prepare draft budget update.	ISI Office Manager

Month	Task	Owner
	● Review General Ledger entries & draft quarterly budget update and send corrections to ISI Office Manager.	Executive Director & Treasurer
	● Send out a final budget update to the Treasurer & Executive Director.	ISI Office Manager
November	**Proposed Budget for Next Fiscal Year** ● Prepare a proposed budget for the next fiscal year.	Treasurer <u>Support</u> Executive Director ISI Office Manager