

## ACTION

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**Subject:** Board Governance Review

**Prepared by:** Jan Harder, Chair  
Danielle McDonald, Chief Executive Officer

**Prepared for:** Ottawa Public Library Board

**Meeting of:** November 19, 2012

**Date of preparation:** November 7, 2012

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### RECOMMENDATIONS:

1. That the Ottawa Public Library Board approve disbanding the current committees (Facilities Planning Committee, Finance and Budget Committee, and Governance and Audit Committee) and subsequently utilize ad-hoc groups as required; and
2. That the Ottawa Public Library Board approve a recommendation to reduce the size of the Board to nine members with five citizen trustees and four councillor trustees for Council's consideration and implementation.

### Background

1. One of the Library Board's five strategic directions focuses on "Excellence in Governance, Accountability and Financial Sustainability". The Board's 2012 approved work plan includes the undertaking of Board self-evaluation as per Board governance policy B.15 and a governance model review.
2. To undertake this work, Transform Management Consulting Inc was engaged. Jacques Levesque, President and CEO has been offering governance consulting services since 2001 and his experience includes the Board's last self-evaluation which was done in 2009.
3. The self-evaluation component was based on a questionnaire format and its intent was to evaluate the effectiveness of the Board and its Standing Committees by the Board trustees, the CEO and senior staff. The governance model review included a review of best trends and practices; interviews with all Board trustees, the CEO and senior staff and observation of Board meetings. The purpose of the governance review was to identify areas for improvement and an action plan for implementing them.

4. Board Self-Evaluation: The following self-evaluation results have been provided by Mr. Levesque and are attached:

Appendix 1: OPL Board Assessment August 2012

Appendix 2: OPL Board Assessment by Management August 2012

Appendix 3: OPL Facilities Planning Committee Assessment August 2012

Appendix 4: OPL Finance and Budget Committee Assessment August 2012

Appendix 5: OPL Governance and Audit Committee Assessment August 2012

Areas evaluated included Legal and Regulatory Considerations; Board Governance; Ethics; Strategy; Financial Oversight; Corporate Performance; Risk Management; Succession and Compensation; Stakeholder Communications; Role of the Board; and Procedures and Behaviour.

5. Governance Review: The Governance Review included such areas as how the Board is set up, e.g., size, use of committees and how it works, e.g., delegation of authority; strategic planning. Findings have been reviewed by the Board and the resulting Action Plan summary is attached (Appendix 6).
6. Action items 1 and 2 are being brought forward to the Board for consideration at this time.
7. Action item 1 relates to the disbanding of current Board committees (Facilities Planning, Finance and Budget, Governance and Audit). Generally, the Board members indicated that abolishing of committees was desirable so that full discussion of items will occur at the Board level. It was also felt that the role and powers of committee are not well understood, that Terms of Reference are too broad, and that committees frequently are discussing operational, and not strategic issues. The consensus at the Board workshop was that committees should be disbanded with ad-hoc groups used as required to address specific issues, e.g. strategic planning.
8. Action item 2 relates to the size and composition of the Library Board. The Board is currently composed of 14 members (6 Councillor trustees and 9 citizen trustees). Feedback received through the governance review and self-evaluation suggested that although a large Board was required after amalgamation, a smaller board is preferable now. The consensus at the Board workshop was that a recommendation come forward supporting a nine-member Board (5 citizen trustees, 4 Councillor trustees) for the future. A nine-member Board with this composition would be in compliance with the *Public Libraries Act*.
9. Mr. Levesque will be in attendance at the November 19, 2012 to provide a brief presentation on the Board governance review and self-evaluation project.

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Note - ratings range from 1 (low) to 5 (high)

Num.	Section 1 - Legal and Regulatory Considerations	Mean	Low	High	n
1	The legal responsibilities of the organization are well understood by the Board Members.	4.00	3	4	12
2	The Board has mechanisms in place to ensure that the organization is in compliance with its legal and regulatory responsibilities.	4.50	4	5	12
	<b>Section 1 - Mean</b>	<b>4.25</b>			
<b>Comments or Suggestions for this Section:</b>					
It is challenging for Board members to take responsibility since the information they get is often partial. The Board makes decisions based on the information it receives. The Board relies on what it is told by employees and the Chair.					
	Section 2 - Board Governance	Mean	Low	High	n
3	The Board plays an appropriate role in interpreting and/or recommending modifications to the organization's mandate.	3.83	3	5	12
4	Effective processes exist to ensure the Board and its Directors fulfill their fiduciary responsibilities.	3.92	3	5	12
5	The Board has developed terms of reference for its roles, duties and responsibilities.	4.33	3	5	12
6	The Board has a comprehensive delegation of authority policy in place with the CEO to clearly define what decisions must come to the Board.	4.25	3	5	12
7	The size of the Board is appropriate.	3.17	1	5	12
8	The membership of the Board provides for an effective mix of representation, expertise, and experience.	3.83	2	5	12
9	The terms of individual Board Members are well staggered to allow for orderly transitions of experienced vs. new members.	3.50	1	5	10
10	The Board has the correct number and types of Committees.	3.42	1	5	12
11	The <b>Facilities Planning Committee</b> has an appropriate mandate and the right membership to properly execute its responsibilities.	3.73	1	5	11
12	The <b>Facilities Planning Committee</b> performs its work on behalf of the Board in a comprehensive and diligent manner.	4.00	3	5	10
13	The <b>Facilities Planning Committee</b> reports its processes, findings and recommendations to the Board in a manner that builds confidence and trust that their work can be relied upon by the other Board Members.	3.83	2	5	12
14	The <b>Finance and Budget Committee</b> has an appropriate mandate and the right membership to properly execute its responsibilities.	3.73	2	5	11
15	The <b>Finance and Budget Committee</b> performs its work on behalf of the Board in a comprehensive and diligent manner.	4.36	4	5	11
16	The <b>Finance and Budget Committee</b> reports its processes, findings and recommendations to the Board in a manner that builds confidence and trust that their work can be relied upon by the other Board Members.	4.00	3	5	12
17	The <b>Governance and Audit Committee</b> has an appropriate mandate and the right membership to properly execute its responsibilities.	4.18	3	5	11
18	The <b>Governance and Audit Committee</b> performs its work on behalf of the Board in a comprehensive and diligent manner.	4.55	4	5	11
19	The <b>Governance and Audit Committee</b> reports its processes, findings and recommendations to the Board in a manner that builds confidence and trust that their work can be relied upon by the other Board Members.	4.55	4	5	11
20	The performance evaluation process for the Board as a whole is effective and promotes continuous improvement.	3.58	3	5	12

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21	The performance evaluation process for the Chair is effective and is used to advantage.	3.30	1	5	10
22	Individual Board Members receive appropriate coaching from the Chair to continuously improve their performance.	3.40	2	5	10
<b>Section 2 - Mean</b>		<b>3.88</b>			

**Comments or Suggestions for this Section:**

It is hard to assess the "right membership" of committees when you don't know its dynamics and because of the fact that a Board members has a choice on the committees they would want to be a part.

I recommend that:

- (a) the size of the OPL Board be reduced while complying with provincial legislation
- (b) the Facilities Planning Committee and the Finance/Budget Committee be eliminated so all board members, at the monthly legislated board meeting, play a role in shaping, debating, and understanding policies and their possible consequences on the finances/budget and facility long/short term vision and strategic plan so the right balance can be struck by the full board when mission/vision and financial realities come into conflict.

14. The Finance and Budget Committee needs more representation from elected Trustees. Currently only citizen Trustees attend most meeting.

21. This is the first evaluation of the Chair – perhaps this should be completed annually.

22. I have yet to receive any feedback or coaching from the Chair.

Facilities and Planning committee should take the lead regarding the future of the main branch of the library. It should have access to studies and make recommendations. This committee should have had a discussion about the main library a long time ago, given the political shift away from building a new central library since the last election. The committee should be developing a position that reflects the views of the Library Board on the subject of the main library. There has been no meeting on this topic (or on any other subject) since the spring, even though the full Board will be receiving an important structural study in the beginning of the fall. The committee has not seen the study or been given a preview of its contents.

	<b>Section 3 - Ethics</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
23	The Board has adopted and applies appropriate conflict of interest and code of conduct policies for the Directors.	4.25	3	5	12
24	The Board adopts appropriate policies governing corporate ethics and behaviour, and ensures these are effectively communicated, applied and results monitored.	4.00	2	5	12
25	The Board's oversight of the complaint and inquiry ("whistleblower") process is appropriate.	3.88	3	5	8
<b>Section 3 - Mean</b>		<b>4.06</b>			

**Comments or Suggestions for this Section:**

24. I'm not sure we do a good job communicating appropriate behavior for our Trustees.

25. I have not seen any processes for the Board on the complaints or whistleblowing.

	<b>Section 4 - Strategy</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
26	The Board plays an appropriate role in establishing and/or updating the organization's mission, vision and values.	4.17	2	5	12
27	The Board plays an appropriate role in contributing to the development and then approval of the Strategic Plan.	3.92	2	5	12
28	The Board ensures that Management is appropriately responsive to internal and external factors for the organization.	4.25	3	5	12
29	The Board ensures it continues strategic discussions at every Board meeting.	3.58	2	5	12
<b>Section 4 - Mean</b>		<b>3.98</b>			

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**Comments or Suggestions for this Section:**

The Board doesn't really have strategic discussions. The Board is mostly looking at specific programs or changes, and at its fiscal responsibilities. But the Board doesn't really ask – in the few so-called strategic meetings – what do we want the library to be in five years from now? What do we need to change to make sure we are still relevant in five years? Instead, the Board is asking: what can we realistically achieve in the next three years without asking for new money? This is not strategic.

	<b>Section 5 - Financial Oversight</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
30	The Board Members are sufficiently financially literate to effectively discharge their financial oversight responsibilities.	4.27	3	5	11
31	The Board reviews and approves the financial plans, budget and major financial decisions of the organization prior to their implementation.	4.17	3	5	12
32	The Board obtains all the financial and other information it requires in an effective format to understand and assess the condition and performance of the organization and identify issues.	3.92	3	5	12
33	Management provides appropriate notes and analysis to financial information to address important issues and identify action plans.	4.25	4	5	12
34	The Board is diligent in verifying the integrity of the organization's internal financial controls and management information systems.	4.18	4	5	11
35	The Board reviews and approves the annual <u>external</u> audit plan.	3.17	1	4	6
36	The Board reviews and approves the annual <u>internal</u> audit.	3.50	2	4	6
37	The Board satisfies itself that the external and internal auditors have performed their work with the required due diligence.	4.13	2	5	8
38	In camera sessions are held with management, external auditors, and internal auditors in a manner that results in a candid discussion of relevant issues.	3.75	1	5	8
	<b>Section 5 - Mean</b>	<b>4.00</b>			

**Comments or Suggestions for this Section:**

34. I believe we rely on the City of Ottawa for managing financial controls.

35. – 38. We have not completed an audit cycle yet so I cannot comment on the process.

Not sure what is referred to with regards to "audit plan". Are we talking about internal or auditor terms for conducting the audit.? If so, then I am not sure the Board has gone through that.

Audits are done as part of the City audit. Internal audit is not done annually. We do get regular finance reports.

I cannot remember meeting with internal or external auditors. I know the Board reviews and receives those two reports, but I'm not sure the Board actually "approves" them.

	<b>Section 6 - Corporate Performance</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
39	The Board sets/approves the annual objectives of the organization and regularly evaluates actual performance using quantified measures.	3.83	2	5	12
40	The Board does a good job of evaluating the performance of the CEO by setting objectives and measuring results against these objectives.	3.64	2	5	11
41	The Board provides regular feedback to the CEO concerning performance, and opportunities for improvement and development.	3.45	1	5	11
42	The Board addresses shortcomings in corporate or CEO / management performance expeditiously.	3.67	3	5	9
	<b>Section 6 - Mean</b>	<b>3.65</b>			

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**Comments or Suggestions for this Section:**

The Governance and Audit Committee should recommend to the Board policies that (a) detail a comprehensive structure, process, and timeline for the annual evaluation of the Chief Executive Officer.

40. – 42. New CEO – we are just starting this process.

42. We have not been faced with this situation.

The Board doesn't use many quantified measures. Regarding the CEO, it is mostly qualitative measures, except for spending. The other quantified measures, such as circulation statistics, are not directly related to the CEO's performance.

	<b>Section 7 - Risk Management</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
43	The Board regularly and systematically obtains information on the organization's principal internal and external risks.	3.83	3	5	12
44	The organization has an effective risk mitigation program in place and the Board plays an appropriate role in the program.	3.64	2	4	11
45	Risk management and mitigation is an inherent and discrete component of all key decisions made by the Board.	3.67	3	4	12
	<b>Section 7 - Mean</b>	<b>3.71</b>			

**Comments or Suggestions for this Section:**

Staff mostly handles risk management and makes recommendations to the Board. Regarding safety and or accessibility to branches, maintenance, and potential renovations, the Board mostly goes with staff recommendations. However, it is true to say the Board includes risk management as a discrete component of its decisions.

But the Board doesn't really look at the organization's principal internal and external risks. As an example, the Friends of the Library looked a few years ago at their own risks. It turned out their main threat, in the mid-long term, was the disappearance of paper books, since it is not possible to sell electronic books. The Board of the Library, as far as I know, never did such an exercise to identify threats. This type of risk assessment would constitute sound strategic planning.

	<b>Section 8 - Succession and Compensation</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
46	The Board or its Committees have an appropriate and effective role in succession planning for the Chair of the Board.	3.18	2	5	11
47	The Board or its Committees have an appropriate and effective role in succession planning for the Board Members.	3.36	2	5	11
48	The orientation process for new Board Members adequately prepares them to fulfill their responsibilities.	3.92	2	4	12
49	The Board has an effective ongoing education program for the Board Members.	3.75	2	5	12
50	The organization has an emergency contingency plan for the succession of the corporation's key leaders.	3.36	1	4	11
51	The Board or its Committees have an appropriate and effective role in succession planning for the CEO.	3.09	1	4	11
52	The Board is effective in managing the compensation for the CEO.	3.70	2	4	10
53	The Board has appropriate oversight over the appointment, training, monitoring and performance of and succession planning for senior management.	3.45	2	5	11
54	The Board is effective in overseeing the compensation policies for the organization.	4.00	3	4	12
	<b>Section 8 - Mean</b>	<b>3.54</b>			

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**Comments or Suggestions for this Section:**

Ottawa City Council and OPL Board move in lockstep fashion usually allocating economic increases below what the union is receiving in combination, in recent years, with the suspension of the merit pay system. This practice will do lasting damage to the Board's relationship with management staff and the Board's ability to attract management candidates both internally and externally. The Board, as is its right, should make a separate formal decision (independent from City compensation directives) that compensates senior management appropriately in line with other comparators in library systems in Canada.

46. – 47. We do not have a process for succession planning for the Chair.

48. We need to improve our orientation process – perhaps look at a two stage process that allows for an initial orientation and a second session after several months of experience in the position.

51. – 53. We currently do not have a role in this and we should. The time to put into plan succession plans for the CEO is now because when the CEO announces they are leaving, it is too late. The Board also needs to be involved with the appointment of senior staff and ensure that there is an appropriate succession plan in place.

I don't think we have ever discussed Chair or Vice-Chair succession.

Since amalgamation, the Chair was always a councilor appointed by the mayor. There is an orientation program for Board members and there are people coming once in a while to Board meetings to provide an overview of a specific Library program. But it's mostly people from within the Ottawa library who are explaining what they do and how they run specific programs or sections of the Ottawa Library. Those specific programs are not directly the responsibility of the Board, but rather of the staff.

Since one of the main roles of the Library Board is to do the strategic planning, the Board should have presentations from other organizations, from other cities, to be able to develop a strategic vision, an understanding of where the community is going... what are the trends out there... where the world is going.

	<b>Section 9 - Stakeholder Communications</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
55	The Board / Chair has adequate opportunities for effective communication with key leaders in the City of Ottawa.	3.92	2	5	12
56	The Board ensures a comprehensive and candid annual report is provided to the responsible City of Ottawa.	4.25	2	5	12
57	The Board has identified its key stakeholders and has defined communication strategies for each.	3.08	1	4	12
58	The Board and Management are clear on the communications tactics to be used in various circumstances, including the prime spokesperson(s).	3.83	2	5	12
59	The Board Members are clear on their role, if any, in communicating on behalf of the corporation.	4.00	2	5	12
	<b>Section 9 - Mean</b>	<b>3.82</b>			

**Comments or Suggestions for this Section:**

The Board has not identified its key stakeholders and defined communication strategies for each. However, the advocacy plan developed recently might evolve in that direction. For now, there is still no clear mandate for Trustees regarding communications tactics. The action plan from this advocacy plan, so far, is mostly to be handled by staff. It might be the good approach for now but the Board will have to fully participate in this process in the future.

	<b>Section 10 - Role of the Board</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
60	The roles and responsibilities of the Board Chair, Directors and Chairs of Committees is well documented and understood.	4.00	3	4	12
61	The Board Memberse demonstrate a clear understanding of, and respect for the respective roles of the Board and the CEO / Management.	4.00	2	4	12
62	The Board functions independently of management with a focus on the best, long-term interests of the organization.	4.00	2	5	12
63	The Chair has a healthy working relationship with the CEO while maintaining creative tension for achieving the Board's objectives.	4.10	2	5	10
	<b>Section 10 - Mean</b>	<b>4.02</b>			

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**Comments or Suggestions for this Section:**

63. I have no knowledge of how this new relationship is working.

Regarding roles and responsibilities, I think the roles of committees are not clear. Committees do have clear terms of reference on paper, however when it comes to making recommendations to the Board, there is often hesitation as to whether a committee should give only one or several few options/recommendations to the Board. Should specific discussions take place with the full Board? Very often, there is a sense amongst committee members that meaningful discussions should take place with the full Board, but not in public, which creates a challenge since Board meetings are held in public.

Regarding the long-term interest of the organization, the Board makes sure the management respects fiscal responsibilities and constraints. However, the Board doesn't try to imagine what the library will be like in five or ten years from now. What are the necessary changes the library must undertake to stay relevant to the community, or to increase its relevance? Those questions are not addressed. The staff takes responsibility on innovation and has a team working on it. However, the Board should be looking at innovation too, since it is part of its responsibility for strategic planning.

Although the Library Board members should keep in mind the political environment, they should have more independence from City Hall and be able to really focus on library priorities. That said, the Library Board should have communication channels open with City Council. I do believe a more independent Library Board could contribute more to the efforts of City Hall. Right now, it seems a lot of effort is deployed to make sure nothing happens or changes. It's about controlling or managing the Library Board rather than focusing on helping the organization achieve its full potential.

What has resulted is a self-censorship situation where the Library Board members refrain from offering their views for fear of going against the prevailing political winds.

This is not as it should be: the role of the Library Board should be to fully discuss/debate and propose options that are in the best interest of the Library and its full potential in the community; the role of City Council should be to consider the recommendations of the Library and balance them with the needs and priorities of the other City departments and sectors. If in the long run this process leads to better Library services, that's good; if it doesn't then so be it.

	<b>Section 11 - Procedures and Behaviour</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
64	The Board addresses all of its responsibilities in an organized manner and schedules regular reviews of key issues in its annual calendar of meetings.	4.08	2	5	12
65	Board meeting agendas are well structured and address an appropriate range of issues for consideration.	4.25	3	5	12
66	The Board Members have adequate opportunities to influence the structure and content of Board meeting agendas.	3.50	2	5	12
67	The amount and type of information received for Board meetings is appropriate, timely, and focuses discussion and decision-making on the correct issues.	3.92	2	5	12
68	Board Members arrive at Board meetings well prepared to address the topics on the agenda.	3.73	2	5	11
69	The number and length of Board meetings is appropriate.	4.17	3	5	12
70	The relationship between the Board and the CEO is appropriate and effective.	4.25	3	5	12
71	There is a high level of trust and respect between the Board Members.	3.83	3	4	12
72	There is a high level of trust and respect between the Board and the CEO/Senior Management.	4.25	3	5	12
73	Management is candid and direct in responding to questions.	4.33	3	5	12
74	Management responds to Board Member requests for information in a timely manner.	4.33	3	5	12
75	Board Members engage with management in a respectful and constructive manner.	4.33	4	5	12
76	The Board's culture promotes candid communications and rigorous decision-making.	3.67	2	4	12



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77	All Board Members are appropriately involved in Board discussions.	3.58	1	5	12
78	The Board is effective in following through on agenda items from previous meetings.	4.08	4	4	12
79	There are sufficient opportunities for the Board to meet in-camera (without the CEO or any members of management) and these sessions focus on the right issues and are productive.	3.60	2	5	10
80	There are sufficient opportunities for the Board Members to meet outside of Board meetings to informally explore issues.	3.00	2	4	11
81	The minutes of Board meetings adequately capture all relevant issues, discussion, and decisions.	3.92	2	5	12
82	The Board and Board Members are well served by the organization's corporate secretariat.	4.50	4	5	12
<b>Section 11 - Mean</b>		<b>3.97</b>			

**Comments or Suggestions for this Section:**

79. This is an area we could improve upon. A best practice is to have an in-camera session at the end of every Board meeting. In my experience in the past, this led to a situation where it became part of the culture and took away the stigma of "in-camera" and it also allowed Directors to be more candid with each other on sensitive issues.

The Chair is sometimes rude with people she disagrees with. For instance, when the Chair argues with the vice-chair, her attacks sometimes will stray from the issue at hand and devolve into a personal attack. The result of this type of dysfunctional interaction cultivates a Board culture that doesn't value frank and candid communication, and seriously limits rigorous decision-making.

<b>Section 12 - Overall Rating</b>		<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
83	The Board adds value to the organization.	3.91	3	5	11
84	Overall rating - the Board is effective and performs well.	3.82	3	4	11
85	Compared to other Boards on which I currently or have participated, this Board is very effective.	3.73	2	5	11
<b>Section 12 - Mean</b>		<b>3.77</b>			

**Comments or Suggestions for this Section:**

The Board could certainly add more value to the organization. Right now, the Board doesn't fully debate issues. However, to be effective in terms of strategic planning, the Board members should be able to debate and argue freely.

<b>Section 13 - Open Ended Questions</b>					
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86	<p><b>In your view, what, if anything, were the Board's most significant achievements in the past year?</b></p> <p>Review and approval of the budget within City financial constraints. Development of 5 year strategic plan. Hiring of new CEO</p> <p>New website launched with ongoing continuous improvements being made. RFID pilot introduced and tagging commenced. ISF projects for Alta Vista, Greely, Ruth E. Dickinson, and Vernon branches completed. OPL Materials Distribution Centre now functional. CEO hired</p> <p>Strategic plan. New CEO. Long term financial plan. Having a governance review.</p> <p>Hiring new CEO. Getting approval to move forward with infrastructure review Main Library. Strategic plan. Facility Investment priorities. Bringing in budget on the mark. Go forward with new West District. Tri-Board meeting on Advocacy</p> <p>Identifying the CEO was a difficult and extensive exercise and I am proud of the result.</p> <p>Meeting budget deadlines set by the city (ever changing and always tight). Participating in town hall sessions re: budget.</p> <p>Revising/updating the Strategic Plan. Managing the central library issues. Consensus.</p> <p>Selecting a new CEO</p> <p>Board members had access to conferences and that's certainly the more effective way to learn about library planning and innovation, and to inform a long-term vision for the Ottawa Public Library. Board members should continue to have access to those conferences as it is extremely useful to help build a vision that takes account of the realities of the organization.</p>
87	<p><b>Please consider the overall performance of the Board and describe one or two things that cause you the most concern, or that require further discussion.</b></p> <p>The chair's views are articulated strongly and it inhibits appropriate open discussion. Agenda/discussion are disrupted because of councillor's time constraints; often discussion has to be curtailed or decisions are hurried to ensure quorum.</p> <p>New Central Library Project: This undertaking suspended yet again, for example, with (a) advocacy agenda to gain feedback from public and key stakeholders put "on ice", (b) another study on "condition" of current main library being completed, (b) Facilities Planning Committee motion to proceed to full board with recommendation to develop phase 2 of business case study for New Main Library rescinded, and (c) site acquisition search/negotiations discontinued.</p> <p>Recruitment of the CEO – we were lucky. Relationship with the OPL Foundation.</p> <p>Have clear succession planning process in place</p> <p>My greatest concern is the refusal of the board to discuss long-term objectives. As a member of the board, I am not only concerned with what is going on within the library right now, I am concerned with the future of the library. Where will we be in 10 years? What will our services look like when my children are in high school? I find that these discussions are always shut down because of the current fiscal climate, and not much thought is being put into how we are going to survive as an institution.</p> <p>Perhaps the vice-chair could chair a few more meetings. This might allow for more open discussions, and would allow the board to get to know the vice-chair. The board should also establish a plan to better communicate with the OPL oundation, as fundraising is key to our survival and success.</p> <p>Secretive or confidential discussions require more management through in-camera processes. More committee collaboration, ie: Chairs meetings or dialogue.</p> <p>No concerns</p> <p>The current dysfunction at the Library Foundation is a situation that the Library Board should look at and make efforts to implement a long-term solution. The renovation or renewal of the main library space should be discussed and analyzed fully.</p>

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88	<p><b>What suggestions or changes would you offer to improve the effectiveness of the Board?</b></p> <p>Board should have more “informal” get together so they get to know each other, as a group. Example as part of the on-going education, there should be on-site visits of Board members to specific locations or exposure to specific programs ---not a presentation per se’ This is done now but individually/voluntarily. Board should review the effectiveness of its meetings/discussions more regularly rather than annually .</p> <p>Reduce size of OPL Board while complying with provincial legislation. Eliminate the Budget/Finance Committee and Facilities Planning Committee so all board members, at the monthly legislated board meeting, play a role in shaping, debating, and understanding policies and their possible consequences on the financial/budgetary and facility long/short term vision and strategic plan so the right balance can be struck by the full board when mission/vision and financial realities come into conflict. Provide opportunities for substantive discussion on a higher plane on key policy issues at monthly OPL board meetings while handling only routine matters without discussion in a consent agenda. Allow the management team, led by the CEO, to make all operational decisions and to develop policies bringing to the Board well-documented recommendations/information/options that support all board members in their policy/decision-making and oversight responsibilities. Hold management accountable for producing results without micromanaging.</p> <p>Governance review to help define the Committee structure and terms of reference for the Committees. Much of our work is completed at the Committee level. The important question is do we have the right Committees with the right terms of reference.</p> <p>Hold meet and greet once a year inviting Friends/Foundation and OPL Board members for “think tank” session. OPL Board should have the afternoon or morning solo however.</p> <p>It appears that some Board members disagree with the current level of delegation to the sub-committees. There needs to be an open discussion to ensure that members are comfortable with it.</p> <p>Consolidate. It is time to review the use and role of committees, and to repatriate many of the tasks assigned to committees to the full board. We should also spend significantly more time looking forward, establishing a plan for the library beyond the next budget cycle.</p> <p>Reduce the number of councillors board members to about 10% of the total members.</p> <p>I would reduce the number of Trustees, especially the number of municipal councillors.</p>
89	<p><b>Moving forward, the Board's priorities should be to...</b></p> <p>The Board should take a stand on the establishment of a new central/main library----and this becomes the driving objective for the engagement/advocacy plan.</p> <p>Ensure strategies are in place to rollout RFID along with necessary facility structural renovations. Provide policy direction on the “Main Library Problem” after management brings to the Board fact-based analyses and recommendations sourced from the latest and previous Main Library Building “Condition” Assessments. Provide a sufficient budgetary allotment 2013-2015 to (a) support employees in the further development of their technical and leadership skills (b) compensate senior management appropriately. Approve policies that strengthen performance evaluation, measurement, and reporting systems e.g. Balanced Scorecard Program designed specifically for the Ottawa Public Library.</p> <p>Implement recommendations from governance review. Improve Committee structure. Succession planning for Trustees.</p> <p>Finalize succession plan. Go forward with facility investment plan. Develop plan for “today’s Library” what does it look like. Related to that then “how big need a library be at Main, District, regular</p> <p>Consolidate. It is time to review the use and role of committees, and to repatriate many of the tasks assigned to committees to the full board. We should also spend significantly more time looking forward, establishing a plan for the library beyond the next budget cycle.</p> <p>Maintain and expand existing library services. Setting a plan for a new Central Library with support from the City of Ottawa officials, Provincial and Federal governments.</p> <p>Establish a strategic plan that is really looking at what are the necessary changes the library has to undertake to stay and be more relevant to the community. Although the Library Board has to seriously take into account City Council’s objectives, Board members should dare to be imaginative and creative. Library planning should not be limited to keeping the budget on track.</p>

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Note - ratings range from 1 (low) to 5 (high)

Num.	Section 1 - Legal and Regulatory Considerations	Mean	Low	High	n
1	The legal responsibilities of the organization are well understood by the Board Members.	3.80	3	4	5
2	The Board has mechanisms in place to ensure that the organization is in compliance with its legal and regulatory responsibilities.	3.80	3	4	5
	<b>Section 1 - Mean</b>	<b>3.80</b>			
<b>Comments or Suggestions for this Section:</b>					
Board should receive a presentation from the City Solicitor or designate, or OLBA (Ontario Library Board Association) on their legal/fiduciary responsibilities at the beginning of each term. Presentation could then be posted to their Intranet for future reference.					
	Section 2 - Board Governance	Mean	Low	High	n
3	The Board plays an appropriate role in interpreting and/or recommending modifications to the organization's mandate.	3.80	3	5	5
4	Effective processes exist to ensure the Board and its Directors fulfill their fiduciary responsibilities.	3.80	3	5	5
5	The Board has developed terms of reference for its roles, duties and responsibilities.	3.80	2	5	5
6	The Board has a comprehensive delegation of authority policy in place with the CEO to clearly define what decisions must come to the Board.	4.20	4	5	5
7	The size of the Board is appropriate.	2.60	2	4	5
8	The membership of the Board provides for an effective mix of representation, expertise, and experience.	4.20	4	5	5
9	The terms of individual Board Members are well staggered to allow for orderly transitions of experienced vs. new members.	2.60	1	4	5
10	The Board has the correct number and types of Committees.	3.00	2	5	5
11	The <b>Facilities Planning Committee</b> has an appropriate mandate and the right membership to properly execute its responsibilities.	4.33	4	5	3
12	The <b>Facilities Planning Committee</b> performs its work on behalf of the Board in a comprehensive and diligent manner.	4.33	4	5	3
13	The <b>Facilities Planning Committee</b> reports its processes, findings and recommendations to the Board in a manner that builds confidence and trust that their work can be relied upon by the other Board Members.	3.67	3	5	3
14	The <b>Finance and Budget Committee</b> has an appropriate mandate and the right membership to properly execute its responsibilities.	3.80	2	5	5
15	The <b>Finance and Budget Committee</b> performs its work on behalf of the Board in a comprehensive and diligent manner.	4.20	4	5	5
16	The <b>Finance and Budget Committee</b> reports its processes, findings and recommendations to the Board in a manner that builds confidence and trust that their work can be relied upon by the other Board Members.	4.00	3	5	5
17	The <b>Governance and Audit Committee</b> has an appropriate mandate and the right membership to properly execute its responsibilities.	4.33	4	5	3
18	The <b>Governance and Audit Committee</b> performs its work on behalf of the Board in a comprehensive and diligent manner.	4.33	4	5	3
19	The <b>Governance and Audit Committee</b> reports its processes, findings and recommendations to the Board in a manner that builds confidence and trust that their work can be relied upon by the other Board Members.	5.00	5	5	3
20	The performance evaluation process for the Board as a whole is effective and promotes continuous improvement.	4.00	3	5	5
	<b>Section 2 - Mean</b>	<b>3.82</b>			

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**Comments or Suggestions for this Section:**  
 The three committees generally work well. While I have had the most experience with Finance and Facilities, the Governance Committee does deal with key Board functions. Not sure what the right number of committees should be. However, Finance is an absolute must. My only other concern is that technology issues somehow don't manage to make their way onto any Committees. These projects tend to be key service delivery issues for OPL and often consume larger amounts of money.

Board is in principle, a "Carver Board", yet committees exist. Board as a whole appears to abdicate its role by "rubber-stamping" some issues discussed at the committee level. Sometimes, committees are too operationally focused. I am concerned that there are times when insufficient debate occurs on critical issues, yet much focus on minute items.

	<b>Section 3 - Ethics</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
21	The Board has adopted and applies appropriate conflict of interest and code of conduct policies for the Directors.	3.80	3	5	5
22	The Board adopts appropriate policies governing corporate ethics and behaviour, and ensures these are effectively communicated, applied and results monitored.	3.00	2	4	5
23	The Board's oversight of the complaint and inquiry ("whistleblower") process is appropriate.	2.40	0	5	5
	<b>Section 3 - Mean</b>	<b>3.07</b>			

**Comments or Suggestions for this Section:**  
 This is an area that could use some attention. I am not aware of a whistleblower process, however, OPL has responded in the past to issues raised via the City's hotline.

No policy exists on this front that I am aware of. CEO/CL position is unique in that it reports to a board of trustees (volunteers). Nowhere to go really if matters of impropriety exist.

Complaint and Inquiry Policy (policy B.10) was developed in 2011. This new policy has not been in existence long enough, and has never been applied in specific scenarios. I believe that the policy is comprehensive and will be useful should any Board member wish to make a complaint and/or inquiry.

	<b>Section 4 - Strategy</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
24	The Board plays an appropriate role in establishing and/or updating the organization's mission, vision and values.	4.40	3	5	5
25	The Board plays an appropriate role in contributing to the development and then approval of the Strategic Plan.	4.40	3	5	5
26	The Board ensures that Management is appropriately responsive to internal and external factors for the organization.	4.20	4	5	5
27	The Board ensures it continues strategic discussions at every Board meeting.	3.00	2	4	5
	<b>Section 4 - Mean</b>	<b>4.00</b>			

**Comments or Suggestions for this Section:**  
 The Board is solid in this area and is to be commended for having a strategic plan. Could use more opportunities to guide the long range development of the library system, however. Also need to ensure that the Strategic Plan can be enabled financially.

The Board is too inward focused in my view. Educationals are often related to how we do business. There is insufficient linkage between the Board and the community at large, whether advocating on behalf of the library, understanding how to leverage mutual interests, etc.

The development of the Board's strategic plan consisted of a lengthy and comprehensive process, lasting for a period of 6 months. While the project was spearheaded by the Governance and Audit Committee, the Board as a whole took ownership of the process and the plan. The entire Board owns its strategic plan. The development of the plan saw a number of working sessions, allowing the Board to be engaged. Projects recommended by staff, and subsequently approved by the Board, are aligned with the 2012-2015 strategic plan. The Board has a clear vision and understands its mandate, given the political climate.

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	<b>Section 5 - Financial Oversight</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
28	The Board Members are sufficiently financially literate to effectively discharge their financial oversight responsibilities.	4.00	4	4	5
29	The Board reviews and approves the financial plans, budget and major financial decisions of the organization prior to their implementation.	3.80	2	5	5
30	The Board obtains all the financial and other information it requires in an effective format to understand and assess the condition and performance of the organization and identify issues.	4.00	4	4	5
31	Management provides appropriate notes and analysis to financial information to address important issues and identify action plans.	4.40	4	5	5
32	The Board is diligent in verifying the integrity of the organization's internal financial controls and management information systems.	3.40	2	4	5
33	The Board reviews and approves the annual <u>external</u> audit plan.	4.00	2	5	5
34	The Board reviews and approves the annual <u>internal</u> audit.	4.00	4	4	1
35	The Board satisfies itself that the external and internal auditors have performed their work with the required due diligence.	2.67	2	3	3
36	In camera sessions are held with management, external auditors, and internal auditors in a manner that results in a candid discussion of relevant issues.	3.00	3	3	1
	<b>Section 5 - Mean</b>	<b>3.80</b>			
<p><b>Comments or Suggestions for this Section:</b>  A lot of the financial work is done via the Board Committee. Most members are fairly savvy financially. Most understand financial basics. Given the relatively tight economic times with the City is faced (our principal funder) there is often little debate. There is always an external audit. OPL has not had an internal audit for several years now and there is no internal function by which management audits are conducted. The Committee continues to grow and is dealing with more financially and providing staff with good direction.</p> <p>35 - There is no internal audit plan.  36 - This only occurred in the context of the response to the City Auditor General's report in 2008.</p> <p>I'm not sure what is meant by an "internal audit"</p> <p>I have not been overly involved in the organization's financial position. Although I do have an understanding of the Board's budget. This year, certain cost elements are expected to be over-expended. Note that the OPL Board is an active board. Mitigation measures have been executed to alleviate pressures on the Board's budget. Trustees are encouraged to carpool, share hotel room, take the most affordable form of transportation (as per the City's Policy). The Board's travel policies are currently being revised.</p>					
	<b>Section 6 - Corporate Performance</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
37	The Board sets/approves the annual objectives of the organization and regularly evaluates actual performance using quantified measures.	3.00	2	4	5
	<b>Section 6 - Mean</b>	<b>3.00</b>			

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**Comments or Suggestions for this Section:**

Could develop this area more come the future. Board receives quarterly financial and performance reports but need to look at other indicators or measures to better assess health and progress and financially viability.

The Board does not used quantified measures for evaluating performance.

Objectives are primarily management driven and approved by the board. Output measures are provided on a quarterly basis. We (management or the Board) have never articulated annual targets. There currently is no formal structure in place to measure the success of the strategic plan, whether annually, or at the end of the strategic plan's life.

The Board approves its own annual work plan. All three Board sub-committees also have their own work plan and reviews them on a regular basis (2-3 times per year). The Board will review its work plan twice every year. All key elements of every work plan are linked to the Board's strategic plan in some way or another. The Board also approves staff's work plan, which is often aligned with the Board's annual plan. The Board has been responsible for approving broad objectives, while staff have presented a detailed work plan, which serves to achieve some of the Board's broad goals.

	<b>Section 7 - Risk Management</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
38	The Board regularly and systematically obtains information on the organization's principal internal and external risks.	3.60	3	4	5
39	The organization has an effective risk mitigation program in place and the Board plays an appropriate role in the program.	3.20	2	4	5
40	Risk management and mitigation is an inherent and discrete component of all key decisions made by the Board.	2.60	2	3	5
	<b>Section 7 - Mean</b>	<b>3.13</b>			

**Comments or Suggestions for this Section:**

Some work has been done with regard to Risk and the Board receives annual updates in this area. Need to encourage more thinking regarding risks and projects and other decisions.

The Board receives an annual update on risk management but it is focused on facilities, cash and employee security. It does not address risk related to budgets, succession planning, etc..

There is much talk about risk management, but a more rigorous process needs to be established. This might be something to include in report templates.

I do not recall much focus on risk management activities.

	<b>Section 8 - Succession and Compensation</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
41	The Board or its Committees have an appropriate and effective role in succession planning for the Chair of the Board.	2.60	1	4	5
42	The Board or its Committees have an appropriate and effective role in succession planning for the Board Members.	2.80	1	4	5
43	The orientation process for new Board Members adequately prepares them to fulfill their responsibilities.	3.50	2	4	4
44	The Board has an effective ongoing education program for the Board Members.	3.80	3	5	5
45	The organization has an emergency contingency plan for the succession of the corporation's key leaders.	3.60	2	5	5
46	The Board has appropriate oversight over the appointment, training, monitoring and performance of and succession planning for senior management.	2.20	1	4	5
47	The Board is effective in overseeing the compensation policies for the organization.	3.40	3	4	5
	<b>Section 8 - Mean</b>	<b>3.12</b>			

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**Comments or Suggestions for this Section:**

This is an area that does need more work. OPL is currently working on a success plan and will bring information back to the Board once completed. Part of the concern is to ensure sufficient training and preparation and historically this has not been done as there have not been any monies set aside to accomplish this goal. The key is to ensure a plan exists and that is understood and documented.

46 - The Board has oversight for the CEO, but not senior management.

Succession planning is always on everyone's mind. At present, OPL's senior management team have received much training and all have acted in the Chief Executive Officer's position. They have the necessary knowledge and skills to effectively carry on in the event of the CEO's short term or long term absence.

	<b>Section 9 - Stakeholder Communications</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
48	The Board / Chair has adequate opportunities for effective communication with key leaders in the City of Ottawa.	4.60	4	5	5
49	The Board ensures a comprehensive and candid annual report is provided to the responsible City of Ottawa.	3.60	2	5	5
50	The Board has identified its key stakeholders and has defined communication strategies for each.	2.60	2	4	5
51	The Board and Management are clear on the communications tactics to be used in various circumstances, including the prime spokesperson(s).	3.40	2	5	5
52	The Board Members are clear on their role, if any, in communicating on behalf of the corporation.	3.75	2	5	4
	<b>Section 9 - Mean</b>	<b>3.58</b>			

**Comments or Suggestions for this Section:**

An Advocacy plan has recently been prepared and received by the Board. Implementation of that plan now needs to take place. This is another area that the Board Chair and others have championed but that needs some attention and resources to further this important role.

49 - The annual report is only done through the budget. We do issue an annual report that is sent to Council but it is more a promotional piece and not necessarily candid.

We are moving in the right direction, but more needs to be done to strengthen the communications program.

The Board, with the help of OPL staff, has invested in Library engagement and advocacy initiatives. The Board has emphasized the need to reach out to key constituents and stakeholders. At present, key items described in the Chief Executive Officer's report are forwarded to City Councillors to let them know the work that is being achieved in their respective wards. Such initiatives strengthen the Library's position as a vital community resource. In terms of communication tactics adopted by the Board, each Board trustee understands their role. Policy B.12 clearly states the Chair (or designate) is the official spokesperson for matters related to policy issues, while the CEO (or designate) is the official spokesperson for matters related to operational issues. The Board By-laws also serve to reinforce the responsibility of the Board Chair and the CEO. Furthermore, while decisions are made by the Board as a whole, each trustee supports the Board as a decision making body, even if a particular trustee sometimes does not agree with the decision.

	<b>Section 10 - Role of the Board</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
53	The roles and responsibilities of the Board Chair, Directors and Chairs of Committees is well documented and understood.	4.20	4	5	5
54	The Board Memberse demonstrate a clear understanding of, and respect for the respective roles of the Board and the CEO / Management.	4.00	3	5	5
55	The Board functions independently of management with a focus on the best, long-term interests of the organization.	3.60	3	5	5
56	The Chair has a healthy working relationship with the CEO while maintaining creative tension for achieving the Board's objectives.	4.25	4	5	4
	<b>Section 10 - Mean</b>	<b>4.00</b>			



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**Comments or Suggestions for this Section:**

54 & 56 - The lines are sometimes blurred here. Staff are over-involved with the strategic planning process and the Board / Chair are sometimes too involved with operations.

From my observation, the Board Chair and the CEO have a great working relationship. Since the appointment of the new CEO, "radar" meetings are scheduled on a regular basis between the CEO and the Chair. These meetings serve to keep the Board Chair informed of key issues and developments at the OPL. The Chair will often contact the CEO to inform her of decisions approved by City Council, which could impact the library system. The Board and OPL's management team have distinct focus areas. The Board's annual work plan clearly defines long term, broad initiatives that set the stage for OPL staff to fulfill these broad statements. Staff's annual work plan is tied to the Board's plan, but much more detailed. Both the Board and staff understand their role within the organization.

	<b>Section 11 - Procedures and Behaviour</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
57	The Board addresses all of its responsibilities in an organized manner and schedules regular reviews of key issues in its annual calendar of meetings.	4.20	3	5	5
58	Board meeting agendas are well structured and address an appropriate range of issues for consideration.	4.40	4	5	5
59	The Board Members have adequate opportunities to influence the structure and content of Board meeting agendas.	3.60	3	5	5
60	The amount and type of information received for Board meetings is appropriate, timely, and focuses discussion and decision-making on the correct issues.	4.20	3	5	5
61	Board Members arrive at Board meetings well prepared to address the topics on the agenda.	4.00	4	4	5
62	The number and length of Board meetings is appropriate.	3.40	2	5	5
63	The relationship between the Board and the CEO is appropriate and effective.	4.25	4	5	4
64	There is a high level of trust and respect between the Board Members.	3.60	2	5	5
65	There is a high level of trust and respect between the Board and the CEO/Senior Management.	4.40	4	5	5
66	Management is candid and direct in responding to questions.	4.60	4	5	5
67	Management responds to Board Member requests for information in a timely manner.	4.80	4	5	5
68	Board Members engage with management in a respectful and constructive manner.	5.00	5	5	5
69	The Board's culture promotes candid communications and rigorous decision-making.	4.00	3	5	5
70	All Board Members are appropriately involved in Board discussions.	3.20	2	4	5
71	The Board is effective in following through on agenda items from previous meetings.	4.20	4	5	5
72	There are sufficient opportunities for the Board to meet in-camera (without the CEO or any members of management) and these sessions focus on the right issues and are productive.	3.33	2	5	3
73	There are sufficient opportunities for the Board Members to meet outside of Board meetings to informally explore issues.	2.67	2	3	3
74	The minutes of Board meetings adequately capture all relevant issues, discussion, and decisions.	4.80	4	5	5
75	The Board and Board Members are well served by the organization's corporate secretariat.	5.00	5	5	5

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76	The Board has adequate access to outside professional advice (accounting, legal, pension, etc.) if necessary.	4.40	3	5	5
<b>Section 11 - Mean</b>		<b>4.15</b>			

**Comments or Suggestions for this Section:**

Could use a summer Board meeting (likely August) and perhaps forgo the one in December or January. There are very few opportunities for the Board to discuss issues that are not either in-camera or in public. Also many Board agenda items are "regular items" such a quarterly reports, monitoring reports. Coupled with seasonal or annual items such as the budget, risk management, greening, there is often not a lot of room for additional items.

57 – the Board regularly reviews responsibilities through policies but doesn't have an organized approach to review of key issues.

62 - The Board needs to meet in the summer – decisions can't be suspended for a 3 month period between meetings. Board meetings often feel rushed with a sense of urgency for finishing up quickly.

64 - There is a high degree of trust between Councillor trustees and between citizen trustees but not across the groups.

The Chair runs a tight meeting and has full input into agenda building. I sometimes feel that discussion is stifled in order to get out by a certain time. I also feel that citizen trustees may feel somewhat intimidated by councillor trustees and hold back thoughts so as not to face the wrath of the political body.

The Board uses a consent agenda format. I believe that this is the best approach as the Board may engage in productive discussion on key agenda items, while fast-tracking through less important items. This way, trustees remained focused and engaged. Trustees are encouraged to hold any agenda item, should they wish to speak on the matter.

<b>Section 12 - Overall Rating</b>		<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
77	The Board adds value to the organization.	4.80	4	5	5
78	Overall rating - the Board is effective and performs well.	4.00	3	5	5
79	Compared to other Boards on which I currently or have participated, this Board is very effective.	4.00	3	5	5
<b>Section 12 - Mean</b>		<b>4.27</b>			

**Comments or Suggestions for this Section:**

OPL is well served by the Board. OPL is also fortunate to have Trustees that represent the Board well and all of whom are very passionate about the Library.

This Board is by far the most mature since amalgamation. Trustees who actively participate in meetings and events have complementary skill sets. However, I still feel that not enough is done at the trustee/Board level to build relationships with external bodies and the community at large.

While working within the municipal sector for the past 5 years and having worked on numerous committees/boards (Economic Development, Committee of Adjustment, Planning, etc.), as well as with municipal council, working with the Ottawa Public Library Board has been a rewarding experience. The Board's synergy and respect for one another has been awe-inspiring. Simply the best Board I have ever worked for.

<b>Section 13 - Open Ended Questions</b>					
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80	<p><b>In your view, what, if anything, were the Board's most significant achievements in the past year?</b> The Board has had many achievements: Development of a new Strategic Plan; replacement of a long serving City Librarian; Support for a new technology (RFID); completion of ISF (Infrastructure Stimulus Projects); and delivering excellent services while working within a very tight budget framework.</p> <ol style="list-style-type: none"> <li>1. Hiring a new CEO</li> <li>2. Approving a new Strategic Plan for 2012-2015</li> <li>3. Staying the course with the 2012 draft budgets – the Board adhered to Council's guidelines and approved RFID as its number 1 priority, including funding for this year.</li> </ol> <ul style="list-style-type: none"> <li>• Hiring the new CEO</li> <li>• Adopting the strategic plan</li> <li>• Moving forward on RFID</li> </ul> <p>Structured achievable work plans for the committees and the Board.</p> <ol style="list-style-type: none"> <li>1. Approval of contract award for professional services for the expansion of the West District Library.</li> <li>2. Grand opening of the new James Bartleman Central Archives and Library Materials Centre.</li> <li>3. Opening of new Greely branch made possible by a joint investment from all three levels of government, built thanks to the government's Infrastructure Stimulus Fund.</li> <li>4. Adoption of the 2012-2015 Strategic Plan, including OPL mission statement, values, and strategic directions.</li> <li>5. Approval of Engagement and Advocacy strategy aimed at strengthening library advocacy efforts to tell OPL's story including its role as a valued community resource.</li> <li>6. Approval of RFID as key priority in the 2012-2015 Strategic Plan to maximize efficiencies and support relevant and vital services and spaces.</li> </ol>
81	<p><b>Please consider the overall performance of the Board and describe one or two things that cause you the most concern, or that require further discussion.</b></p> <ul style="list-style-type: none"> <li>• Need to have some discussions on where Library is going in 5 – 10 year time frame.</li> <li>• Additional focus on risk management</li> <li>• Working through competing priorities within a tight budget</li> </ul> <ol style="list-style-type: none"> <li>1. Real or perceived divide between the elected and citizen trustees including the real or perceived sense that the Chair is too powerful.</li> <li>2. Board standing committees and where they fit into the Board's overall decision making.</li> </ol> <ul style="list-style-type: none"> <li>• Because of the perceived lack of relationship building in the community, the ability to secure the necessary funding required to deliver on the expectations set in the strategic plan.</li> <li>• The sense that discussion is controlled to not offend the political body.</li> <li>• The sense that the vision is short-term (annual) rather than focused on long-term vision – what is it we hope to achieve, what will it take to get there, how can we as trustees move that agenda forward.</li> </ul> <p>Board involvement in operational matters sometimes dilutes the role of management.</p> <p>In my view, the Board has performed extremely well overall. Issues of concern include political influence that may sometimes impede on citizen trustees' freedom to express their views. At the same time, Councillors who sit on the Board serve as a direct link to City Council. The number of Councillor trustees who sit on the Board has its positive and negative points. Overall, I believe that Board trustees have a strong working relationship and all make decisions that result in the betterment of Ottawa's library system.</p>

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Board Assessment by Management August 2012**

82	<p><b>What suggestions or changes would you offer to improve the effectiveness of the Board?</b></p> <ul style="list-style-type: none"> <li>• Add in a summer meeting to reduce size of June and September agendas</li> </ul> <ol style="list-style-type: none"> <li>1. Smaller board may result in a greater engagement of all Board members</li> <li>2. Revisit the Committee structure</li> <li>3. Greater engagement of Board members</li> </ol> <ul style="list-style-type: none"> <li>• Encourage debate, making it safe to voice dissenting opinions</li> <li>• Provide more opportunities for trustees to chat off-line</li> <li>• Have fewer councillor trustees on the board (max 3 or 4)</li> </ul> <p>The composition of the Board should be reviewed. At present, 14 trustees sit on the OPL Board. I suggest that this number be reduced from 14 to 10. I suggest removing 4 Councillor-trustee positions, once the term of office has expired, thus reducing future political influence.</p>
83	<p><b>Moving forward, the Board's priorities should be to...</b></p> <ul style="list-style-type: none"> <li>• Continue to implement RFID and if possible find ways in which to increasing funding of this project</li> <li>• Focus on key facilities projects and funding therein</li> <li>• Look forward to where OPL needs to go to address future development of library system</li> </ul> <ol style="list-style-type: none"> <li>1. Focus more on the mid- to long-term and less on today</li> <li>2. Be more strategic</li> <li>3. May wish to restructure committees to have one focussing on compliance matters and one on strategic initiatives</li> <li>4. Centralized power of the Chair could be mitigated through an Executive Committee composed of the committee chairs as well as the Board Chair. Executive Committee would need clear roles and responsibilities. Suggest that the Board Vice-Chair chair one of the committees; otherwise, the Vice-Chair's role is insignificant.</li> </ol> <ul style="list-style-type: none"> <li>• Be more community focussed, outreach, advocacy, etc.</li> <li>• Set clear measures of success for the strategic plan so that we can clearly articulate how board priorities have made a difference in the community.</li> </ul> <p>Help move the library to navigate its role in the City given the changing environmental landscape.</p> <ol style="list-style-type: none"> <li>1. Focus on engagement and advocacy</li> <li>2. Open discussion on revenue generation opportunities</li> <li>3. Implementation of recommendations stemming from Governance Review and Board Self-Evaluation process</li> </ol>

**Ottawa Public Library - Facilities Planning Committee Assessment - August 2012**

Note - ratings range from 1 (low) to 5 (high)

<b>Num.</b>	<b>Section 1 - Generic Committee Performance</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
1	The Committee's Terms of Reference and responsibilities are appropriate.	4.50	3	5	10
2	The Committee regularly updates its terms of reference and obtains Board approval for the modifications.	4.50	3	5	10
3	The Committee's size is appropriate.	3.70	1	5	10
4	The Committee members have the right background and skills to effectively carry out their duties.	3.80	3	5	10
5	The Committee, in consultation with management, develops an annual work plan to ensure all responsibilities as set out in its charter are adequately met.	4.20	3	5	10
6	The members of the Committee engage with Management in a respectful and constructive manner.	4.40	3	5	10
7	Meetings are of an appropriate frequency and duration.	3.90	2	5	10
8	Agenda materials are of a high quality, provide an appropriate level of detail and focus discussions on appropriate topics.	4.00	3	5	10
9	Agenda material is provided to me on a timely basis and in a suitable format.	4.10	2	5	10
10	The Committee's membership is sufficiently independent of Management	3.90	3	5	10
11	The Committee's actions reflect independence from management, ethical behaviour, and the best interests of the organization.	4.20	3	5	10
12	The Committee has a strong working relationship with Management	4.50	3	5	10
13	The Committee's culture encourages effective discussion and decision making, allowing for full expression of views and asking of tough questions.	3.80	2	5	10
14	In camera sessions provide an effective forum for raising sensitive issues, as may be appropriate.	3.50	1	5	6
15	The Committee receives ongoing education where appropriate.	3.78	2	5	9
16	The Committee's self-evaluation process is effective, and any and all matters identified that require follow-through are resolved.	3.67	3	5	6
	<b>Section 1 - Mean</b>	<b>4.05</b>			

**Ottawa Public Library - Facilities Planning Committee Assessment - August 2012**

**Comments or Suggestions for Change:**

14. The Committee has not, to my knowledge, held an in-camera session.  
 16. This is the first self-evaluation.

Facilities planning is key work for OPL. Having a good committee is key to supporting this important area of the organization. There is a lot of work and staff time that goes into supporting this committee.

This Committee has evolved from a New Central Library Committee to a Facilities Planning Committee. Agendas tend to focus on information updates rather than strategic decision making.

A regular time for meetings would be helpful. Could we meet a little more frequently?

The Facilities and Planning Committee should take the lead regarding the future of the main branch of the library. It should have full access to complete studies and make recommendations. This Committee should have had a discussion about the future of the main library given the political shift away from building a new central library since the last election. The Committee should be developing a position that reflects the views of the Library Board on the subject of the main library. There has been no meeting on this topic (or on any other subject) since the spring, even though the full Board will be receiving an important structural study in the beginning of the fall. The Committee has not seen the study or been given a preview of its contents.

	<b>Section 2 - Committee Specific Mandate Performance</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
17	The Committee appropriately analyses/oversees management's master facilities strategy.	3.70	3	5	10
18	The Committee effectively oversees the maintenance and renewal of current facilities.	3.90	3	5	10
19	The Committee effectively oversees the planning and development of new places and spaces to serve the needs of the community.	4.00	2	5	10
20	The Committee reviews the Facilities Roadmap Tool and provides analysis and recommendations to the Board on priorities.	4.30	3	5	10
21	The Committee effectively responds to opportunities for advocacy related to infrastructure.	3.60	2	5	10
22	The Committee effectively oversees enhancement of the Library's online community presence.	2.88	2	5	8
23	The Committee effectively oversees that management demonstrates green leadership within the Library and act as a key partner in City sustainability initiatives.	3.11	2	4	9
24	The Committee responds to Board requests/directives in a timely manner.	4.10	3	5	10
	<b>Section 2 - Mean</b>	<b>3.73</b>			

**Board Information Comments or Suggestions for Change:**

The Committee recently approved a set of priorities for the organization. No Master Facilities plan exists per se. The Committee is aware of maintenance and renewal priorities but focuses mainly on new builds and key renovation projects.

Re #17: OPL doesn't yet have a master facilities strategy.

Much of this is done by the Chair, so more involvement by committee members would be helpful.

**Ottawa Public Library - Facilities Planning Committee Assessment - August 2012**

<b>Section 3 - Overall Rating of the Committee</b>		<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
25	Overall rating - the Committee is highly effective and performs well.	4.10	3	5	10
26	Compared to other similar Committees on which I currently or have participated, this Committee is very effective.	3.89	2	5	9
<p><b>Comments or Suggestions for Change:</b></p> <p><b>Eliminate</b> the Facilities Planning Committee so <b>all board members</b>, at the monthly legislated board meeting, play a role in shaping and understanding policies and their possible consequences on the facility long/short-term vision and strategic plan so the right balance can be struck <b>by the full board</b> where mission and financial realities come in conflict.</p> <p>The Committee does function well and is generally a topic of interest for most Trustees. Facilities projects are complex, front facing and often consume a large portion of the OPL's capital budget.</p> <p>The elephant in the room of the Facilities and Planning Committee is the renovation and/or renewal of the main library. Since the spring of 2012, there has not been a meeting of the Committee, even though it should have reviewed the important structural assessment of the main branch.</p>					
<b>Section 4 - Open Ended Questions</b>					
27	<p><b>What suggestions/changes would you offer to improve the effectiveness of the Committee?</b>                      Regular meetings just to update on work underway. More involvement in obtaining funding for library expansion/improvement.                      Training session on how libraries function to improve understanding.</p> <p>This Committee should receive compete studies regarding facilities before the Board, review these studies and make comments and recommendations.</p>				
28	<p><b>What additional areas should be assigned to, or taken away from the Committee?</b>                      The mandate of the FPC doesn't support capital fundraising and advocacy.</p> <p>Add – fundraising/sponsorship with liaison to Foundation &amp; Friends                      Add -- oversight on major contracts - preparation &amp; awarding</p>				
29	<p><b>Moving forward, the Committee's priorities should be to...</b>                      Soldier on! Committee has full plate and Board has set priorities for lifecycle maintenance and we know where next District goes post West District.</p> <p>Continue to ensure that the priorities projects are funded                      Ensure that OPL is prepared to move on facility projects should external funding become available</p> <p>It might be better to have a Board Planning Committee that is strategic in nature and focussed on longer term planning. Strategic planning can include facilities, technology, collections and other services. It could also include an advocacy and engagement strategy.</p> <p>West District. On going upgrades to libraries. South District planning. Central Library – upgrade/new</p> <p>To help guide the Board and the Library come up with the best plan for the renovation or renewal of the main Library, since the organization has placed it as the number one priority on our renovations, renewals list.</p>				

## Ottawa Public Library - Finance and Budget Committee Assessment - August 2012

Note - ratings range from 1 (low) to 5 (high)

Num.	Section 1 - Generic Committee Performance	Mean	Low	High	n
1	The Committee's Terms of Reference and responsibilities are appropriate.	4.43	3	5	7
2	The Committee regularly updates its terms of reference and obtains Board approval for the modifications.	4.57	4	5	7
3	The Committee's size is appropriate.	3.57	1	5	7
4	The Committee members have the right background and skills to effectively carry out their duties.	3.86	3	5	7
5	The Committee, in consultation with management, develops an annual work plan to ensure all responsibilities as set out in its charter are adequately met.	4.14	3	5	7
6	The members of the Committee engage with Management in a respectful and constructive manner.	4.57	4	5	7
7	Meetings are of an appropriate frequency and duration.	3.71	2	5	7
8	Agenda materials are of a high quality, provide an appropriate level of detail and focus discussions on appropriate topics.	3.86	3	5	7
9	Agenda material is provided to me on a timely basis and in a suitable format.	3.83	3	5	6
10	The Committee's membership is sufficiently independent of Management	3.29	2	5	7
11	The Committee's actions reflect independence from management, ethical behaviour, and the best interests of the organization.	3.57	2	5	7
12	The Committee has a strong working relationship with Management	4.29	3	5	7
13	The Committee's culture encourages effective discussion and decision making, allowing for full expression of views and asking of tough questions.	3.86	1	5	7
14	In camera sessions provide an effective forum for raising sensitive issues, as may be appropriate.	3.50	1	5	4
15	The Committee receives ongoing education where appropriate.	3.29	2	5	7
16	The Committee's self-evaluation process is effective, and any and all matters identified that require follow-through are resolved.	4.00	4	4	2
	<b>Section 1 - Mean</b>	<b>3.90</b>			

**Comments or Suggestions for Change:**

3. The elected Trustees should be more involved on all financial and budget matters aligned to all 5 strategic directions in the Strategic Plan.

While I have sat in on this committee from time to time, I have only just taken "management" responsibility of this particular portfolio this past quarter, making it difficult to provide a completely objective and fact-based opinion on the questions being asked.

The Committee would benefit from being more educated about the City's budget and financial process. This education could take place at the beginning of the term of the Committee. The Committee initially received a quick briefing on the how the budget process works and it was a good first step. But given the level of complexity (even long term employees of the City and of the Library are not always clear on the process), the Committee should receive more training and even some reading suggestions i.e. articles or books Committee members could read to improve their knowledge of the process and help them to better participate.



**Ottawa Public Library - Finance and Budget Committee Assessment - August 2012**

	<b>Section 2 - Committee Specific Mandate Performance</b>	<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
17	The Committee takes a broad perspective on all financial and budget matters aligned to all 5 strategic directions in the Strategic Plan.	3.29	1	4	7
18	The Committee effectively oversees financial accountability and sustainability.	3.86	3	5	7
19	The Committee effectively review the Operating and Capital Budget processes, and makes appropriate recommendations to the Board.	4.14	3	5	7
20	The Committee determines, and recommends, the best approach to develop budget options and means of dealing with pressures.	4.00	3	5	7
21	The Committee ensures that the Board is effectively engaged in the budget process.	3.50	1	5	6
22	The Committee effectively reviews and analyses the Long Range Financial Plan and makes appropriate recommendations to the Board.	4.00	3	5	7
23	The Committee regularly reviews the organization's financial policies and recommends appropriate changes or amendments where applicable.	3.83	3	4	6
24	The Committee effectively recommends the development and presentation of any educational sessions by staff to the Committee.	3.60	3	4	5
25	The Committee effectively provides advice, guidance and support to the Board in matters related to finances and budgets.	4.00	2	5	7
26	The Committee responds to Board requests/directives in a timely manner.	4.29	3	5	7
27	The Committee reviews the quarterly financial statements and makes appropriate recommendations to the Board.	4.29	4	5	7
28	The Committee reviews the annual audited financial statements and makes appropriate recommendations to the Board.	3.40	1	5	5
29	The Committee has instituted appropriate processes to review the expenses of the CEO and Board members, including the Chair.	2.25	1	3	4
30	The Committee periodically meets with key members of management to understand relevant risks facing the organization, how those risks are monitored, and management's plans to address such risks.	4.33	3	5	6
31	The Committee ascertains that policies and procedures are in place to minimize environmental, occupational health and safety, and other regulatory risks, and periodically review such policies and procedures.	4.33	3	5	3
	<b>Section 2 - Mean</b>	<b>3.85</b>			

**Board Information Comments or Suggestions for Change:**

The Finance Committee has come a long way in the last few years. Unfortunately a lot of the budget process and budget guidelines has been set by the City which has not left a lot of room for change on the part of the Committee. The Committee has just recently begun work on the LRFP and will receive the Plan in August.

Staff (both library and city) are really the folks driving the bus on these issues. As a committee member I truly feel like the "options" they present are not options at all, but rather presentations of a fait accompli. I feel that there is very little room for maneuvering within the parameters set out by staff. As a consequence, working on this committee is discouraging.

There is a policy in place regarding expenses from the CEO. I cannot remember reviewing the Chair's expenses, except those for travel.

**Ottawa Public Library - Finance and Budget Committee Assessment - August 2012**

<b>Section 3 - Overall Rating of the Committee</b>		<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
32	Overall rating - the Committee is highly effective and performs well.	3.86	3	5	7
33	Compared to other similar Committees on which I currently or have participated, this Committee is very effective.	3.80	3	5	5
<p><b>Comments or Suggestions for Change:</b>  <b>Eliminate</b> the Budget/Finance Committee so <b>all board members</b>, at the monthly legislated board meeting, play a role in shaping and understanding policies and their possible consequences on the financial/budgetary long/short-term vision and strategic plan so the right balance can be struck <b>by the full board</b> when mission and financial realities come into conflict.</p> <p>The Committee is well engaged and comes well prepared to the meetings.</p>					
<b>Section 4 - Open Ended Questions</b>					
34	<p><b>What suggestions/changes would you offer to improve the effectiveness of the Committee?</b></p> <ul style="list-style-type: none"> <li>• More involved in the audit process.</li> </ul> <p>It is premature at this time for me to offer an opinion.</p> <p>I think there should be more trustee councillors (minimum 2) as members of the committee. As the city is a key player in funding the library receives, councillors can give a "city perspective" to the work of the committee.</p> <p>Many of the issues dealt with in committee should be dealt with by the full board. In the current economic and political climate, issues of budget and finance are of such fundamental importance to the work of the library that they should not be driven by a small committee, but rather should be the responsibility of the full board.</p> <p>Committee members should receive a more in-depth education regarding the budget and financial process specific to the City of Ottawa. It would improve the effectiveness of the Committee.</p>				
35	<p><b>What additional areas should be assigned to, or taken away from the Committee?</b></p> <ul style="list-style-type: none"> <li>• Name change to Finance Committee – terms of reference should include all areas of responsibility.</li> <li>• The Committee should receive and review the annual audited financial statements from our two strategic partners – the OPL Foundation and the Friends of the OPL and report to the Board.</li> <li>• Human resources should be added to Finance, Governance or a Board HR Committee needs to be established. 90% of our budget is spent on HR and it presents our biggest risk. The challenges with our CEO search demonstrated this is a significant weakness in our organization.</li> </ul> <p>I don't see any at this time.</p> <p>There needs to be confidence at the Board level that delegated matters to the committee are appropriate.</p>				
36	<p><b>Moving forward, the Committee's priorities should be to...</b></p> <ul style="list-style-type: none"> <li>• Annual audits</li> <li>• Annual budgets</li> <li>• Long term financial plan</li> </ul> <p>Implement their board-approved work plan, including making recommendations on the Long Range Financial Plan (LRFP) and the 2013 operating and capital budgets.</p> <p>To keep watch on the OPL's finance and help management achieve the Strategic Plan within the budget.</p> <p>Continue to provide oversight of the Library's finances and budget process, as mandated.</p>				

**Ottawa Public Library - Governance and Audit Committee Assessment - August 2012**

Note - ratings range from 1 (low) to 5 (high)

Num.	Section 1 - Generic Committee Performance	Mean	Low	High	n
1	The Committee's Terms of Reference and responsibilities are appropriate.	4.17	4	5	6
2	The Committee regularly updates its terms of reference and obtains Board approval for the modifications.	4.17	4	5	6
3	The Committee's size is appropriate.	3.00	2	4	6
4	The Committee members have the right background and skills to effectively carry out their duties.	4.00	4	4	6
5	The Committee, in consultation with management, develops an annual work plan to ensure all responsibilities as set out in its charter are adequately met.	4.17	4	5	6
6	The members of the Committee engage with Management in a respectful and constructive manner.	4.50	4	5	6
7	Meetings are of an appropriate frequency and duration.	4.00	3	5	6
8	Agenda materials are of a high quality, provide an appropriate level of detail and focus discussions on appropriate topics.	4.17	4	5	6
9	Agenda material is provided to me on a timely basis and in a suitable format.	4.17	4	5	6
10	The Committee's membership is sufficiently independent of Management	4.00	4	4	6
11	The Committee's actions reflect independence from management, ethical behaviour, and the best interests of the organization.	4.00	4	4	6
12	The Committee has a strong working relationship with Management	4.17	4	5	6
13	The Committee's culture encourages effective discussion and decision making, allowing for full expression of views and asking of tough questions.	4.50	4	5	6
14	In camera sessions provide an effective forum for raising sensitive issues, as may be appropriate.	1.00	1	1	1
15	The Committee receives ongoing education where appropriate.	3.40	2	4	5
16	The Board's self-evaluation process is effective, and any and all matters identified that require follow-through are resolved.	3.67	3	4	3
17	The Committee's self-evaluation process is effective, and any and all matters identified that require follow-through are resolved.	4.00	4	4	2
	<b>Section 1 - Mean</b>	<b>3.99</b>			

**Comments or Suggestions for Change:**

Committee does not have a self-evaluation process.

3. The Committee currently has four members; it would be nice if we had more.

14. We do not have in camera sessions

15. We have not received any training or opportunities to further of skills, knowledge or abilities. I have taken it on myself to attend courses (at my own expense) in governance. I have attended two programs at Rotman's – Governance Essentials and Board HR Committee, both have direct application to my role as Trustee.

16. – 17. This is our first self evaluation.

**Ottawa Public Library - Governance and Audit Committee Assessment - August 2012**

<b>Section 2 - Committee Specific Mandate Performance</b>		<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
18	The Committee effectively develops Ends policies and recommendations to the Board.	3.33	2	4	6
19	The Committee effectively researches and recommends a process and program for the Board to develop its strategic plan for each term of the Board.	3.50	2	4	6
20	The Committee effectively conducts a bi-annual review of the OPL bylaws and recommends to the Board changes, if any, that may be required.	4.50	4	5	6
21	The Committee effectively reviews, researches and/or makes recommendations on any items referred to the Governance Committee.	4.33	4	5	6
22	The Committee ensures a Board self-evaluation is conducted as per Board Governance Policy B.15.	4.67	4	5	6
23	The Committee develops responses to the recommendations of the Auditor General related to Board Governance and reports these to the Board.	3.50	3	4	2
24	The Committee responds to Board requests/directives in a timely manner.	4.00	4	4	6
<b>Section 2 - Mean</b>		<b>4.03</b>			
<p><b>Board Information Comments or Suggestions for Change:</b>                      The committee has not had an opportunity to review or respond to an AG report.</p> <p>23. We have not received any recommendations from the Auditor General.</p> <p>#23 - there have been no recommendations from the Auditor General since the initial ones in 2008.</p>					
<b>Section 3 - Overall Rating of the Committee</b>		<b>Mean</b>	<b>Low</b>	<b>High</b>	<b>n</b>
25	Overall rating - the Committee is highly effective and performs well.	4.00	4	4	6
26	Compared to other similar Committees on which I currently or have participated, this Committee is very effective.	4.40	4	5	5
<p><b>Comments or Suggestions for Change:</b>                      I have only attended a couple of meetings of this Committee, however, based on the few attended the Committee appears to be working well. I am not aware of an audit requirement or that the Committee has dealt with such matters.</p> <p>The Governance and Audit Committee currently has no audit role.</p>					
<b>Section 4 - Open Ended Questions</b>					
27	<p><b>What suggestions/changes would you offer to improve the effectiveness of the Committee?</b>                      Councillor trustees should be encouraged to become members of this committee.</p> <ul style="list-style-type: none"> <li>• Change name to Governance Committee.</li> </ul> <p>The Committee could benefit from having more to do than reviewing and editing policies....boring! There was great interest in the Board evaluation and governance review on the part of the Committee.</p>				

**Ottawa Public Library - Governance and Audit Committee Assessment - August 2012**

<p>28</p>	<p><b>What additional areas should be assigned to, or taken away from the Committee?</b></p> <p>The Governance and Audit Committee additional responsibilities should include recommending to the Board policies that (a) detail a new comprehensive structure, process, and timeline for the annual evaluation of the Chief Executive Officer, (b) provide the committee with a mandate to oversee management and organization performance, and (c) establish (using comparative data from public libraries in Canada), for the CEO and senior library management personnel, compensation and benefit packages that may entail the OPL Board exercising its right to make a formal decision separate from City and its pay scales/merit pay system.</p> <ul style="list-style-type: none"> <li>• Human resources should be added to Finance, Governance or a Board HR Committee needs to be established. 90% of our budget is spent on HR and it presents our biggest risk. The challenges with our CEO search demonstrated this is a significant weakness in our organization.</li> <li>• Risk management.</li> <li>• Board succession planning – development of a Trustee profile</li> </ul> <p>If Audit becomes a requirement or part of OPL, it should be with Finance and Budget. I believe that the Police Services has a sub committee called Finance and Audit.</p> <p>This is currently a nuts and bolts committee. If the Governance Committee remains generally as is, their focus could expand to include the CEO's performance evaluation.</p>
<p>29</p>	<p><b>Moving forward, the Committee's priorities should be to...</b></p> <ul style="list-style-type: none"> <li>• Implementation of recommendations from the Governance Review</li> <li>• Policy development and review</li> <li>• By-law review</li> <li>• CEO Performance Review (Chair only)</li> </ul> <p>I think that the Board would benefit from having one standing committee to address strategic issues and one to ensure compliance. The governance committee's policy review role would be part of a new committee's compliance mandate along with risk management, audits, performance measurement, etc.</p>

## Ottawa Public Library

### Governance Workshop Action Plan

The following action items were developed during a workshop held on 6 November 2012 by members of the Ottawa Public Library Board and senior staff to review the current governance situation of the organization and discuss opportunities for improvement. The identified Prime(s) are responsible for ensuring progress is made on the action items.

Ref.	Action Item	Prime
1	Prepare a motion for the Board to consider disbanding the current committees and subsequently utilize ad-hoc groups as required.	Board Chair
2	Prepare a motion for the Board to consider recommending that the size of the Board be reduced to 9 members with 5 citizen representatives and 4 Councillors for Council's consideration and implementation.	Board Chair
3	Develop and implement a process to revise the Strategic Plan, with Board input as appropriate, that ensures the library remains relevant in the future, establishes longer term objectives, and provides a financial assessment of the resources required and the means to obtain them, for Board review and approval.	CEO
4	Develop a comprehensive Delegation of Authority policy, with Board input as appropriate, that clearly defines the decisions that are reserved by the Board and those that the CEO/Staff may make, for Board review and approval.	CEO
5	Develop, with Board input as appropriate, improved indicators of organizational performance, including objectives and metrics that focus on output, outcomes and results, and incorporate these into a monitoring process, for Board review and approval.	CEO
6	Review and modify, with Board input as appropriate, information provided for Board meetings to support a strategic focus.	CEO
7	Develop, with Board input as appropriate, a comprehensive risk management process that identifies and monitors important enterprise risks and ensures appropriate mitigation and monitoring measures are in place, for Board review and approval.	CEO
8	Develop a senior staff succession plan and continue to enhance the development of individuals.	CEO
9	Continue to improve the ongoing development of Trustees by providing additional information and training on issues identified by the Trustees and/or Staff.	CEO