



FEDERATION OF ONTARIO PUBLIC LIBRARIES
ANNUAL GENERAL MEETING

A G E N D A

FRIDAY, JUNE 10TH, 2022 AT 10:00 AM

Registration opens at 9:30am on Zoom

Draft Agenda as at Second Notice of AGM: May 19, 2022

1. CALL TO ORDER/CONFIRMATION OF QUORUM

P. Ainslie

2. LAND ACKNOWLEDGMENT

Doc. 1

P. Ainslie

3. ACKNOWLEDGMENT OF GUESTS

P. Ainslie

4. APPROVAL OF MEETING AGENDA *

Doc. 2

P. Ainslie

Recommended Motion:

THAT the FOPL AGM Agenda of June 10th, 2022, be approved as circulated and described in the Notice of AGM.

5. APPROVAL OF PREVIOUS AGM MINUTES

Doc. 3

P. Ainslie

Recommended Motion:

THAT the FOPL AGM minutes of February 1, 2021, be approved as circulated.

6. FOPL CHAIR'S REPORT

Doc. 4

P. Ainslie

Recommended Motion:

THAT the report of the FOPL 2021 Chair be received.

EXECUTIVE DIRECTOR'S REPORT *

Doc. 5

D. Stevens

Recommended Motion:

THAT the 2021 report of the FOPL Executive Director be received as circulated.

7. TREASURER'S REPORT *

Doc. 6

W. Greco

Recommended Motion:

THAT the FOPL change the Fiscal Year to end on December 31, as approved by the Canada Revenue Agency; and

Recommended Motion:

THAT the Audited Financial Statements and Auditor's Report for the fiscal year ending October 31, 2021 be received as circulated; and

Recommended Motion:

THAT the Audited Financial Statements and Auditor's Report for the fiscal year ending December 31, 2021 be received as circulated; and

Recommended Motion:

THAT the firm BDCA be appointed to conduct and audit for the fiscal year ending December 31, 2022; and

Recommended Motion:

THAT the FOPL budget for fiscal year 2022 be received as circulated.

8. CONFIRMATION OF ACTS OF DIRECTORS AND OFFICERS

Doc. 7

P. Ainslie

Recommended Motion:

THAT all acts, contacts, by-laws, proceedings, appointments, elections and payments, enacted, made, done and taken in good faith by the directors and officers of FOPL to the date of this meeting, as the same are set out or referred to in the resolutions to the board of directors, the minutes of the meetings of the board of directors or in the financial statements of the federation, are approved, sanctioned and confirmed.

9. REPORTS OF CELUPL AND WORKING GROUPS

Docs. 8-13

- (a) Indigenous Library Partnerships Working Group
- (b) Marketing and Communications Advisory Working Group
- (c) Government Relations Working Group
- (d) Research and Development Working Group
- (e) French Translation Working Group
- (f) CELUPL

F. Maracle
S. Saunders
D. DeBenedict
S. McDonough
C. Rouse
H. Kelly

Recommended Motion:

THAT the Reports of CELUPL and Working Groups be received.

10. NOMINATIONS AND ELECTIONS TO THE BOARD FOR 2020

Deadline for Nominations was March 23, 2022 at 4:00pm.

First Nations Caucus CEO	
Francophone Caucus Trustee	
Rural Caucus Trustee	
Large Urban Caucus Trustee	
Large Urban Caucus CEO #1 Large Urban Caucus CEO #2	
Small Medium Caucus Trustee	

Recommended Motion:

THAT That the names of those appointed and elected to the FOPL board of directors by the various caucuses be received.

11. OTHER BUSINESS

A. Amending of By-Laws 1 and 2

According to Bylaw 1, Section 16.1, *This By-law may only be amended by a two-thirds majority of those Members present and voting at a properly convened general or special meeting of FOPL. The motion must be preceded by adequate notice.*

Recommended Motion:

THAT the FOPL By-Law 1 (2019) and 2 (2006) are to be repealed; and the FOPL By-Law 2022 is approved in its place.

B. Amending of By-Law 8.1

According to Bylaw 8, Section 1: Office of the Federation: *In order to implement its objectives the Federation shall create and maintain an Office, which shall be its head office. The Board shall be responsible for the direction and the operations of the Office.*

Recommended Motion:

THAT the FOPL By-Law 8.1 be repealed.

C. Member Motions

According to Bylaw 1, Section 9.2, *resolutions shall be prepared and submitted to the Board no later than 30 days prior to the Annual General Meeting. Resolutions, other than resolutions proposed by the Board, may not exceed 200 words in length, and shall be signed by the presiding officer and the secretary of the submitting body.*

D. Emergency Motions

According to Bylaw 1, Section 9.2.1, Emergency resolutions shall have the same requirements as regular resolutions, respective of word length and signatories. Emergency resolutions may be presented to the Annual General Meeting where the matter provoking the resolution could not reasonably have been known by the submitting body more than 30 days prior to the Annual General Meeting, subject to the approval of the Board.

12.ADJOURNMENT

Recommended Motion:

THAT That the Annual General Meeting of the Federation of Ontario Public Libraries be adjourned at ____ p.m.

A SHORT MEETING OF THE NEW BOARD OF DIRECTORS WILL TAKE PLACE IMMEDIATELY FOLLOWING THE AGM FOR THE PURPOSE OF ELECTING OFFICERS.

** denotes attachments*

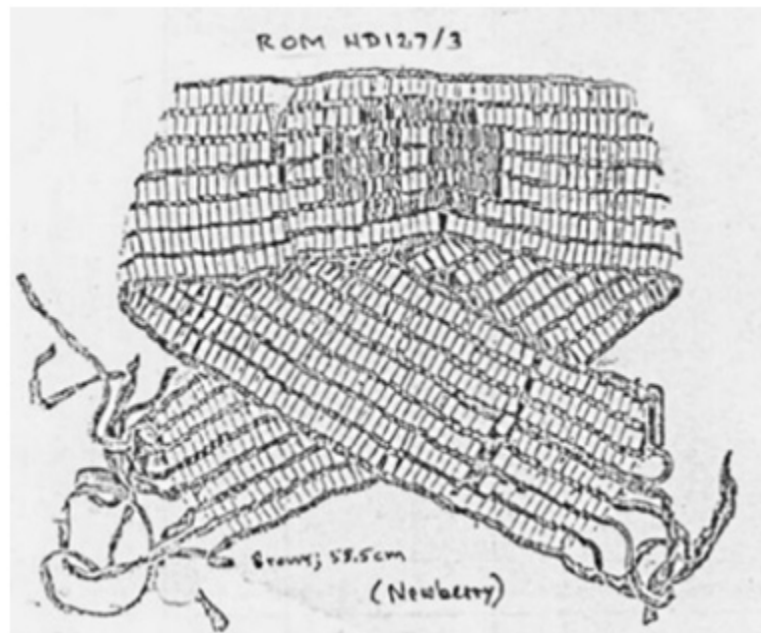
Land Acknowledgement used for 2019 AGM at the OLA Superconference:

As we, public libraries from across Ontario, gather together, we acknowledge this sacred land on which we operate. It has been a site of human activity for 15,000 years starting with the traditional custodians of this land, the indigenous people, known and unknown, ceded and unceded. We'd also like to remind and reaffirm, as Canadians, our accountability to these Indigenous nations, and to all Indigenous peoples and communities living in Ontario.

This land we stand on is also part of the Dish with One Spoon territory, a treaty between the Haudenosaunee (ho-den-oh-sho-nee) Confederacy (aka. The Six Nations Confederacy), the Anishinaabek (Ah-nish-nah-bek) and allied nations, to peaceably share and care for this land, its waters, and all of the biodiversity in the Great Lakes region. All those who come to live and work here are responsible for honouring this treaty in the spirit of peace, friendship, and respect.

The "Dish" or sometimes it is called the "Bowl" represents what is now southern Ontario. We all eat out of the Dish – all of us that share this territory – with only one spoon. That means we have to share the responsibility of ensuring the dish is never empty; which includes, taking care of the land and the people and creatures we share it with. Importantly, there are no knives at the table, representing that we must keep the peace. The dish is graphically represented by the wampum pictured. The use of the metaphor also predates the arrival of Europeans and was used by the [Great Peacemaker](#) and referenced in the [Great Law of Peace](#).

We are grateful to have the opportunity to work in the community, on this territory. FOPL acknowledges the indigenous lands and treaties upon which our public libraries across Ontario prosper.





**Federation of Ontario Public Libraries
Annual General Meeting
Monday February 1, 2021
3:00 pm
Via-Zoom format
MINUTES for APPROVAL**

Agenda Item 1 - Call to Order

- **The 2021 FOPL AGM was called to order at 3:09 pm**
- **QUORUM** - Chair requested if quorum had been achieved, FOPL Administrator verified that quorum had been achieved
- Julia Merritt (Chair) addressed the assembly delegates, acknowledged the Board members present, and FOPL staff, Helen Morrison.

Agenda Item 2 - Guests

- **No guests present**

Agenda Item 3– Approval of Meeting Agenda

Motion

That the AGM Agenda of February 1, 2021 be approved and changes to item # 9-caucus openings be approved as amended

Moved By:

MARGIE SINGLETON, VAUGHAN PUBIC LIBRARIES

Seconded By:

CATHERINA ROUSE, CLARENCE-ROCKLAND PUBLIC LIBRARY

All in favour

None opposed

/Carried

Agenda Item 4 – Approval of AGM minutes of January 30, 2020

Motion

That the AGM minutes of January 30, 2020 be approved

Moved By:

MARGARET MACLEAN, THUNDER BAY PUBLIC LIBRARY

Seconded By:

ANAND DATE, WHITCHURCH-STOUFFVILLE PUBLIC LIBRARY

All in favour

None opposed

/Carried

Agenda Item 5 – FOPL Chair’s Report

Motion

That the report of the FOPL 2020 Chair be received

Moved By:

VICKERY BOWLES, TORONTO PUBLIC LIBRARY

Seconded By:

FENTON JAGDEO, TORONTO PUBLIC LIBRARY

All in favour

None opposed

/Carried

Agenda Item 6- Treasurer’s Report

Motion

That the audited Financial Statements and Auditor’s Report for the fiscal year ending October 31st, 2020 be received as circulated

Moved By:

JENNIFER LACHAPELLE, CLEARVIEW PUBLIC LIBRARY

Seconded By:

WAYNE GRECO, SAULT STE. MARIE PUBLIC LIBRARY

All in favour

None opposed

/Carried

Motion

That the firm BDCA be appointed to conduct an audit for the fiscal year ending October 31st 2021.

Moved By:

WAYNE GRECO, SAULT STE. MARIE PUBLIC LIBRARY

Seconded By:

CINDY WEIR, WEST LINCOLN PUBLIC LIBRARY

All in favour

None opposed

/Carried

Motion

That the Federation’s budget for fiscal year 2020-2021 be received as circulated.

Moved By:

CATHERINA ROUSE, CLARENCE-ROCKLAND PUBLIC LIBRARY

Seconded By:

KATHY FISHER, OTTAWA PUBLIC LIBRARY

All in favour

None opposed

/Carried

Agenda Item 7 - Confirmation of Acts of Directors and Officers

Motion

That all acts, contracts, by-laws, proceedings, appointments, elections and payments, enacted, made, done and taken in good faith by the directors and officers of the Federation to the date of this meeting, as the same are set out or referred to in the resolutions of the board of directors, the minutes of the meetings of the board of directors or in the financial statements of the Federation, are approved, sanctioned and confirmed.

Moved By:

MARGIE SINGLETON, VAUGHAN PUBLIC LIBRARIES

Seconded By:

MARGARET MACLEAN, THUNDER BAY PUBLIC LIBRARY

All in favour

None opposed

/Carried

Agenda Item 8- Reports of CELUPL and Working Groups**Motion**

That the report of CELUPL be received.

Moved By:

STEVE KRAFT, GUELPH PUBLIC LIBRARY

Seconded By:

DANIELLE MCDONALD, OTTAWA PUBLIC LIBRARY

All in favour

None opposed

/Carried

Agenda Item 9- Nominations and Elections to the Board for 2021:**Motion**

That the names of those appointed and elected to the Federation's board of directors by the various caucuses be received.

- *Current board members willing to stand for re-election*
- *Need a trustee from the francophone caucus*

Moved By:

KATHY FISHER, OTTAWA PUBLIC LIBRARY

Seconded By:

JODIE DELGADO, SPRINGWATER PUBLIC LIBRARY

All in favour

None opposed

/Carried

Agenda Item 10- Other Business:

Julia advised that a short Board meeting would follow the AGM for the purpose of appointing the executive committee and thanked the board for their support in the past year.

Agenda Item 11 - Motion to adjourn

Motion

To adjourn the 2021 Federation of Ontario Public Libraries AGM at 3:38 pm

Moved By:

VICKERY BOWLES, TORONTO PUBLIC LIBRARY

Seconded By:

WAYNE GRECO, SAULT STE. MARIE PUBLIC LIBRARY

All in favour

None opposed

/Carried

Board Chair's 2022 AGM Report

Report to: The FOPL Board and Members
Prepared by: Paul Ainslie
Prepared on: June 8, 2022

Recommendation

1. THAT the FOPL board and members receive this report as information.

Report

Dear FOPL Members,

Looking back over the past year, it goes without saying FOPL has undergone a tremendous change! While there was no one, no public library system unaffected by COVID-19, FOPL under the direction of our Executive Director, Dina Stevens, your Executive, and the input of its membership has evolved into a very dynamic organization which strongly represents public libraries across Ontario.

A lot of advocacy work took place in the Fall of 2021. FOPL made some headway in our advocacy efforts. There was a meeting with Kate Graham, Ontario Liberal Party (Culture Critic) and Party Leader Stephen Del Duca. Dina met with NDP platform party chairs to discuss FOPL's priorities. A meeting took place with First Nations Consultant at the Ontario Library Service to discuss FOPL's concerns with the FNPLs funding model and immediate need for crisis intervention. OLA and FOPL attended a Tea and Chat on November 6th to connect with more First Nations Library leaders to gather personal stories and anecdotes about our FNPLs to add directly into FOPL's priority's narrative. Contact was made with the Chiefs of Ontario so that we can speak with First Nations voices as we bring First Nations priorities forward.

In November 2021, the 2020 Data Report was finalized and available on the FOPL website for review. Kudos to Vice-Chair Sabrina Saunders! Her work created a dynamic website which is well used, and FOPL continues to receive accolades for its accessibility to the appropriate resources on it.

We have also been populating the member's only area of the website with resources and have recovered the Open Media Desk legacy app for our members to benefit from in the future. The Marketing and Communications working group conducted a survey to assess website functionality incorporated the recommendations from the survey. A large change also was in creating a generic staff login for our members to give out to their library staff so they too can benefit from our members' only website. We've also incorporated Google Analytics onto our website to understand how our members are using the site and can make the appropriate improvements.



Another huge hurdle involved the migration to our new bookkeeping software by the end of November 2021. This is one of the last (and also the largest) pieces of our administrative revitalization project. Member invoices began going out immediately after was completed. Credit card payment options were created for our invoices, so customers can now easily pay us online via a service called Stripe.

Dina's Administrative Assistant, Hannah, worked at digitizing FOPL's records, worked at mining our website for proprietary content to add to our network.

In December 2021, our social media accounts were all fully operational. You can interact with FOPL on Instagram- @fopl_news, Twitter_ @FOPLNews, LinkedIn and Facebook Website- www.fopl.ca

As outlined much of the early tasks Dina was involved in, dealt with digging out following a period without anyone in her position. By early 2022, with a major reconsideration of the function of the position, and in consultation with the Executive Committee, FOPL had transitioned from "recovery mode" to focusing on capacity development and membership engagement.

Under the new fee structure developed in November 2021, all our current members had been invoiced for membership renewal, and new membership increased by 3. Dina created a membership engagement strategy which included bi-annual Caucus Meetings, info webinars, and prospective member outreach plan for non-members.

FOPL joined The National Indigenous Knowledge and Language Alliance (NIKLA) as FOPL continues to seek out allyship and support for First Nations communities and libraries across Ontario.

FOPL and a some of member libraries attended budget consultations for the Standing Committee on Finance and Economic Affairs and The Ministry of Finance consultations. FOPL had full representation in each area across Ontario and heard from libraries such as Leeds and Thousand Islands, Ottawa, Blue Mountains, Dryden, and Clarence-Rockland. The Standing Committee consultations are multi-partisan, and they prepare a joint report that is tabled with the Legislature outlining their recommendations. Strategically, this is the most effective way in engaging with the opposition parties, particularly to reinforce the platform discussions we've already had as they look towards the election. We have submitted a joint Pre-Budget submission in conjunction with OLA to the Standing Committee as well as an amended version to the Ministry of Finance as well.

FOPL and OLA, along with Counsel Public Affairs made a presentation at the OLA Super Conference regarding advocacy for public libraries during the election year.

Bi-Annual Caucus Meetings were held in the Spring so Dina and the Board could be well informed of the unique challenges and interests of all our Caucus members. These meetings assisted in prioritizing the focus of our Working Groups. It is also great engagement for our members to get them interested and invested in FOPL's work.

Topics for discussion included:



- FOPL's Government Relations priorities for 2022 – soliciting feedback
- FOPL's pre-budget submission - soliciting feedback
- Challenges and interests as Small/Medium libraries
- Things you would want the Ministry to know about your library – success stories and impactful anecdotes
- Local advocacy during an election year

FOPL has made incredible progress since June 2021! Coming out of an extensive period without an Executive Director, in the middle of a pandemic, its hard not to shake my head and laugh (Even the sign on our office door was a sheet of paper taped to the wall). With Dina's guidance, and a very pro-active Board of Directors we have become a very professional organization in which we can all be proud of what has been accomplished....and look forward to even more progress as we hopefully leave COVID behind.

My thanks to everyone!

All my Best,

Paul



Executive Director's 2022 AGM Report

Report to: The FOPL Board and Members
Prepared by: Dina Stevens
Prepared on: June 3, 2022

Recommendation

1. **THAT the FOPL board and members receive this report as information.**

Report

Welcome to the Federation of Ontario Public Libraries 2022 Annual General Meeting. I have been looking forward to meeting with our members and sharing in the successes of the last year. When I reflect on my time with FOPL in 2021, though I only joined the organization in June, I can say that the strongest theme throughout those 7 months was transformation. I am immensely proud of the work that our board members, admin and myself have done to reinvigorate and revitalize our organization.

First and foremost, I want to thank the board and our members for their support as I navigated my way through my first year with FOPL. I like to think that FOPL is not the only thing that has changed in this past year. I am very pleased to be staying on with FOPL permanently and look forward to the work we will do together for the library community. I would like to reflect on some of the more transformative changes FOPL has gone through as an organization in our short time together. These changes have built a strong foundation for new organization that can support our strategic initiatives, working groups and advocacy efforts.

In the summer of 2021, we embarked on a large-scale digitization project to modernize FOPL's administration and make the organization more accessible remotely during the pandemic. This included building an internal cloud network so that all admin and board members could gain access to FOPL files remotely, digitizing all paper files and upgrading our bookkeeping and banking processes. Our website was also refreshed and given a new look, reconfigured for ease of accessibility and updated with resources for our members and an advocacy blog to keep everyone up to date. As administrative staff turned over in the fall, we also migrated from keeping staff and processing payroll to employing contractors for our administrative needs. These changes have afforded us flexibility, efficiency and cost savings that allow us to do the work that really matters.



The FOPL board took on a policy, bylaw and strategic plan review to ensure that they remain relevant and are meeting the needs of our members. The Policy and Bylaw Review Project Team completed a comprehensive analysis of our existing policies and bylaws in the fall of last year. All our existing policies and bylaws have been revised and/or replaced to ensure best practices and new statements of commitment were included to reflect FOPL's dedication to health and safety, accessibility, equity, diversity, and intellectual freedom. Our revised policies can be viewed on our [website](#) in further detail. A review of our strategic plan was also undertaken by a separate board Project Team to realign FOPL's direction so that we are upholding the pillars of our organization. The Strategic Plan Project Team has also been instrumental in operationalizing the strategic plan and ensuring that our organization is working together as a whole to achieve our goals. Our strategic objectives for the [2021 – 2023 Strategic Plan](#) are:

Advocacy and Influence - *Positively influence legislation and government initiatives impacting Ontario Public Libraries, especially surrounding the global pandemic and its impact periods.*

Marketing Public Library Value and Impact - *Coordinate and assist in the implementation of strategic marketing for Ontario Public Libraries.*

Training and Development - *Coordinate and assist in the implementation of strategic marketing for Ontario Public Libraries.*

Organizational Resilience - *Increase organizational resiliency.*

The Working Groups were reestablished to support our strategic objectives. Five Working Groups began to meet in the Fall of 2021 with two of them new to our repertoire. In addition to the Government Relations, Indigenous Libraries Partnerships and Marketing and Communications Working Groups which were pre-existing, we have added a French Translation and Research and Development Working Group. The terms of reference of each were evaluated and revised to align with the operationalized strategic plan.

Reestablishing our working groups has been an important part of member engagement, a strong priority of mine since starting with FOPL in June. In the summer of 2021 FOPL surveyed the membership so that we could gauge our member's priorities, invest in what was important to them and ensure we were incorporating their needs into our goals and strategic priorities. The survey formed the basis of some of our working groups and informed the revitalization of our website. We have new training and information sessions for our members, begun bi-annual Caucus meetings, invested in resources on our website and email updates are sent out every 2-4 weeks to keep everyone informed.



Most important of all are the momentous strides we have made in our advocacy and engagement efforts this past year. The bulk of 2021 was spent building relationships and refining our government relations priorities leading into an election year. FOPL staff, board and members alike have engaged with various ministry staff, cabinet members, MPPs seeking re-election, candidates from all parties and more to stress the importance of strong provincial support for public libraries. Our consistent messaging and unwavering dedication to our public libraries has been hugely successful, more so than we have ever been in years past, in getting our voices heard. Our three main priorities were incorporated into the platforms of three of the four major political parties for the 2022 election.

We have much underway for 2022, shifting our focus to the municipal elections in October and supporting our library community as we prepare for new boards and changes to municipal councils. I will be attending the AMCTO and AMO Conferences this summer, focusing on the importance of keeping our public library boards independent, board governance and the value proposition of public libraries within our communities. We are hoping to reach out to other municipal organizations such as the Rural Ontario Municipal Association, Ontario Municipal Administrators Association, and the Northwestern Ontario Municipal Association.

Thank you to the Ontario library community and our members for your ongoing support of FOPL. Our efforts have a very real impact on creating a sustainable future for our public libraries. I am excited to see what we can accomplish next.

Kind Regards,

Dina Stevens, MLIS
Executive Director

Federation of Ontario Public Libraries
c/o Toronto Reference Library
789 Yonge Street
Toronto, ON M4W 2G8
Cell: 416-873-8139
Email: dinastevens@fopl.ca

Treasurer's Report

Report To: The FOPL Board
Prepared by: Dina Stevens on behalf of Wayne Greco
Prepared on: June 1, 2022

RECOMMENDATIONS

1. THAT the FOPL Members and Board receive this report as information.
2. THAT FOPL change the Fiscal Year to end on December 31, as approved by the Canada Revenue Agency.
3. That the Audited Financial Statements and Auditor's Report for the fiscal year ending October 31, 2021 be received as circulated.
4. That the Audited Financial Statements and Auditor's Report for the fiscal year ending December 31, 2021 be received as circulated.
5. That the firm BDCA be appointed to conduct and audit for the fiscal year ending December 31, 2022.

REPORTS

Financial Reports attached:

- Draft Audit for the October 31, 2021 fiscal year end
- Deaft Audit for the December 31, 2021 fiscal year end
- 2022 Budget

FINANCIAL UPDATES

1. We have migrated to new finance and budgeting software as of October 2021 (Sage Premium). The new software and system is very cost effective and better fits our needs.
2. FOPL has moved from retaining permanent administrative staff to using contract consultants. This allows us greater flexibility as a small organization and creates cost savings.
3. A comprehensive review of the budget was conducted in the fall of 2021. A new chart of accounts was drafted, and funds were reallocated accordingly based on our strategic priorities. These changes also reflect the changes to FOPL admin and operations.



4. We have successfully completed the transition from and October 31 fiscal year end to a calendar year fiscal which now ends on December 31. This allows us to align membership fee revenue with our membership year, simplifying our bookkeeping and financial processes.
5. A comprehensive review of membership review was conducted as it is our primary funding source. Fees were adjusted for the 2022 Membership year for new members, with new fees coming into effect for all members in 2023. This included recalculating fees for County Libraries and adding more tiers to our fee structure.

Audited Financial Statements of

**FEDERATION OF ONTARIO PUBLIC
LIBRARIES / FÉDÉRATION DES
BIBLIOTHÈQUES PUBLIQUES DE
L'ONTARIO**

Year ended October 31, 2021

DRAFT

**FEDERATION OF ONTARIO PUBLIC LIBRARIES /
FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO**

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INDEPENDENT AUDITOR'S REPORT

To the Members of Federation of Ontario Public Libraries

Opinion

I have audited the accompanying financial statements of Federation of Ontario Public Libraries (the Entity), which comprise the statement of financial position as at October 31, 2021, and the statements of project fund and changes in fund balances, general fund and changes in fund balances, and cash flows for the year then ended and notes to the financial statements including a summary of significant changes in accounting policies.

In my opinion, the financial statements present fairly, in all material respects, the financial position of the Entity as at October 31, 2021, and the results of its operations and its cash flows for the year then ended in accordance with Canadian Accounting Standards for Not-for-Profit Organizations.

Other matters

The budget figures for 2021 are presented only for the convenience of the members. They have not been audited and no opinion is expressed thereon.

Basis for Opinion

I conducted my audit in accordance with Canadian generally accepted auditing standards. My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report. I am independent of the Entity in accordance with the ethical requirements that are relevant to my audit of the financial statements in Canada, and I have fulfilled my other ethical responsibilities in accordance with these requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian Accounting Standards for Not-for-Profit Organizations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

My objective is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in an accordance with Canadian generally accepted auditing standards will

always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

DRAFT

As part of an audit in accordance with Canadian generally accepted auditing standards, I exercise professional judgment and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risk of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

Toronto, Canada
xx

BDCA Professional Corporation
Authorized to practise public accounting by the
Chartered Professional Accountants of Ontario

FEDERATION OF ONTARIO PUBLIC LIBRARIES /
FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO

STATEMENT OF FINANCIAL POSITION

As at October 31, 2021

	<u>2021</u>	<u>2020</u>
ASSETS		
Current assets		
Cash (note 2)	\$ 18,245	\$ 4,828
Investment (note 3)	92,616	92,295
Accounts receivable	850	-
Prepaid expenses	<u>3,823</u>	<u>3,741</u>
	<u>\$ 115,534</u>	<u>\$ 100,864</u>
LIABILITIES AND FUND BALANCES		
Current liabilities		
Accounts payable and accrued liabilities	\$ 20,230	\$ 21,660
Deferred revenue (note 4)	<u>38,700</u>	<u>74,512</u>
	<u>58,930</u>	<u>96,172</u>
Fund balances		
Project fund	(106,722)	(106,722)
General fund	<u>163,326</u>	<u>111,414</u>
	<u>56,604</u>	<u>4,692</u>
	<u>\$ 115,534</u>	<u>\$ 100,864</u>

Approved on behalf of the Board of Directors:

Director

Director

See accompanying notes to financial statements

**FEDERATION OF ONTARIO PUBLIC LIBRARIES /
FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO**

STATEMENT OF PROJECT FUND AND CHANGES IN FUND BALANCE

Year ended October 31, 2021, with comparative figures for 2020

	<u>2021</u>	<u>2020</u>
Revenue (note 5)	\$ 42,429	\$ 23,371
Expenses (note 5)	<u>42,429</u>	<u>23,371</u>
Fund balance, beginning of year	(106,722)	(106,722)
Transfer from general fund	<u>-</u>	<u>-</u>
Fund balance, end of year	<u><u>\$ (106,722)</u></u>	<u><u>\$ (106,722)</u></u>

See accompanying notes to financial statements

**FEDERATION OF ONTARIO PUBLIC LIBRARIES /
FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO**

STATEMENT OF GENERAL FUND AND CHANGES IN FUND BALANCE

Year ended October 31, 2021, with comparative figures for 2020

	<u>Budget 2021</u>	<u>Actual 2021</u>	<u>Actual 2020</u>
Revenue			
Membership fees	\$ 235,000	\$ 232,683	\$ 231,492
Other	16,600	750	2,272
Interest	<u>900</u>	<u>321</u>	<u>1,067</u>
	<u>252,500</u>	<u>233,754</u>	<u>234,831</u>
Expenses			
Payroll and contracted services	130,400	82,498	145,914
Other contract and professional services	89,200	77,263	34,970
General and administrative			
Meetings	12,100	3,306	10,535
Memberships	3,000	3,000	3,428
Bank charges	1,750	1,718	1,833
Telecommunications	1,400	1,092	933
Materials and supplies	1,500	1,429	143
Furniture and equipment	5,000	-	-
Audit and accounting	6,800	7,551	7,232
IT and web services	4,100	2,324	4,547
Insurance	1,700	1,661	1,643
Marketing and public relations	500	-	997
Legal	<u>-</u>	<u>-</u>	<u>650</u>
	<u>257,450</u>	<u>181,842</u>	<u>212,825</u>
Excess (deficiency) of revenue over expenses	<u>\$ (4,950)</u>	51,912	22,006
Fund balance, beginning of year		111,414	89,408
Transfer to project fund		<u>-</u>	<u>-</u>
Fund balance, end of year		<u>\$ 163,326</u>	<u>\$ 111,414</u>

See accompanying notes to financial statements

**FEDERATION OF ONTARIO PUBLIC LIBRARIES /
FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO**

STATEMENT OF CASH FLOWS

Year ended October 31, 2021, with comparative figures for 2020

	<u>2021</u>	<u>2020</u>
Cash provided by (used in)		
Operations		
Excess of revenue over expenses - General fund	51,912	22,006
Change in non-cash working capital items		
Decrease in accounts receivable	(850)	-
Increase in prepaid expenses	(82)	(925)
Decrease in accounts payable and accrued liabilities	(1,430)	(29,867)
Decrease in deferred revenue	<u>(35,812)</u>	<u>(170,563)</u>
	13,738	(179,349)
Investing		
Investment proceeds	92,185	92,137
Investment purchases	<u>(92,506)</u>	<u>(93,204)</u>
	<u>(321)</u>	<u>(1,067)</u>
Increase (decrease) in cash	13,417	(180,416)
Cash, beginning of year	<u>4,828</u>	<u>185,244</u>
Cash, end of year	<u><u>\$ 18,245</u></u>	<u><u>\$ 4,828</u></u>

See accompanying notes to financial statements

FEDERATION OF ONTARIO PUBLIC LIBRARIES / FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO

NOTES TO FINANCIAL STATEMENTS

Year ended October 31, 2021

PURPOSE OF THE FEDERATION

The Federation of Ontario Public Libraries / Fédération des Bibliothèques Publiques de l'Ontario is incorporated without share capital under the laws of the Province of Ontario and qualifies as a non-profit organization under the Income Tax Act (Canada). Its purpose is to support and further Ontario public libraries and the communities they serve by educating the public on the role of public libraries to governments and other public and private sector bodies.

1. SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting

The financial statements were prepared in accordance with Canadian Accounting Standards for Not-for-Profit Organizations and include the following significant accounting policies:

Use of estimates

The preparation of financial statements in accordance with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the recognition, measurement and disclosure of amounts reported in the financial statements and accompanying notes. The reported amounts and note disclosures are determined using management's best estimates based on assumptions that reflect the most probable set of economic conditions and planned courses of action. Estimates are used in the determination of accrued liabilities. Actual results could differ from such estimates.

Financial instruments

Financial instruments, including cash, investments, accounts payable and accrued liabilities are recorded at fair value on initial recognition and then subsequently at cost or amortized cost, unless management has elected to carry them at fair value. The Federation has not elected to carry any of its financial instruments at fair value.

Transaction costs incurred on the acquisition of financial instruments measured subsequently at fair value are expensed as incurred. All other financial instruments are adjusted by transaction costs incurred on acquisition and financing costs.

Financial assets are assessed for indicators of impairment annually at the year-end date. If there is an indicator of impairment, the Federation determines if there is a significant adverse change in the expected amount or timing of future cash flows from the financial asset. If there is a significant adverse change in the expected cash flows, the carrying value of the financial asset is reduced to the highest of the present value of the expected cash flows, the amount that could be realized by selling the financial asset or the amount the Federation expects to realize by exercising its right to any collateral held to secure repayment of the asset. If events or circumstances change in a future period, an impairment loss can be reversed to the extent of the improvement, but not exceeding the initial carrying value.

FEDERATION OF ONTARIO PUBLIC LIBRARIES / FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO

NOTES TO FINANCIAL STATEMENTS - continued

Year ended October 31, 2021

1. SIGNIFICANT ACCOUNTING POLICIES - continued

Tangible capital assets

The organization's policy is to expense tangible capital assets in the year acquired.

Revenue recognition

The Federation follows the restricted fund method of accounting for contributions whereby restricted contributions are recognized as revenue of the appropriate restricted fund, or as revenue of the General Fund in the period in which the related expenses are incurred. Unrestricted contributions are recognized as revenue of the General Fund in the period received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured.

Membership fees are recognized as earned over the term of the membership. Membership terms are on a calendar year-basis. The portion of membership revenue relating to the two months beyond the fiscal year-end is recorded as deferred revenue.

Fund balances

In accounting for its operations, the Federation has established two funds. The purpose of each fund is as follows:

- i) General fund:
The General fund accounts for the ongoing operations and administrative activities of the Federation
- ii) Project fund:
The Project fund accounts for expenditures for specific projects, which are determined and approved by the Board of Directors.

Contributed services

Individuals volunteer their time to assist in the Federation's activities. These services materially benefit the Federation, however a reasonable estimate of the time spent and its fair market value cannot be made. Accordingly, such contributed services are not recognized in the financial statements. The Federation is also dependent on the Toronto Public Library for office space, equipment, administrative and IT services for which no compensation is paid.

2. BANK CREDIT FACILITY

The Company has a \$48,750 (2020 - \$30,000) overdraft facility, which is secured against the GIC (note 3), and bears interest at prime plus 1.9% (2020 - 1.0%). This facility is \$nil at October 31, 2021 (\$nil - 2020).

FEDERATION OF ONTARIO PUBLIC LIBRARIES / FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO

NOTES TO FINANCIAL STATEMENTS - continued

Year ended October 31, 2021

3. INVESTMENT

The investment consist of one chartered bank guaranteed investment certificate, which matures on August 30, 2022 (2020 - July 30, 2021), earning interest at 0.57% (2020 - 0.4%) annually.

	<u>2021</u>	<u>2020</u>
Chartered bank guaranteed investment certificate ("GIC")	\$ 92,506	\$ 92,137
Accrued interest	<u>110</u>	<u>158</u>
	<u>\$ 92,616</u>	<u>\$ 92,295</u>

4. DEFERRED REVENUE

	<u>Balance, Nov 1, 2020</u>	<u>Amount Received</u>	<u>Amount brought into income</u>	<u>Balance, Oct. 31, 2021</u>
Memberships	\$ 39,083	\$ 232,300	\$ 232,683	\$ 38,700
Ontario Trillium Foundation	<u>35,429</u>	<u>7,000</u>	<u>42,429</u>	<u>-</u>
	<u>\$ 74,512</u>	<u>\$ 239,300</u>	<u>\$ 275,112</u>	<u>\$ 38,700</u>

5. FEDERATION PROJECTS

During fiscal 2019, the Ontario Trillium Foundation approved a grant in the amount of \$70,000 for a research project which commenced during September 2019. Of the \$70,000 approved, \$63,000 was received during fiscal 2019 and \$7,000 was received in 2021.

6. TANGIBLE CAPITAL ASSETS

During the year, the organization purchased \$nil (2020 - nil) of tangible capital assets.

7. RISKS ASSOCIATED WITH FINANCIAL INSTRUMENTS

Interest rate risk

The Federation is exposed to interest rate risk as the bank credit facility bears interest at variable rates. Cash represents amounts on deposit with financial institutions, earning interest at market rates. The Federation manages its exposure to its interest rate risk by maximizing the interest income earned on temporary excess funds while maintaining the minimum liquidity necessary to conduct operations on a day-to-day basis. Fluctuations in market rates of interest do not have a significant impact on the Federation's results of operations.

FEDERATION OF ONTARIO PUBLIC LIBRARIES / FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO

NOTES TO FINANCIAL STATEMENTS - continued

Year ended October 31, 2021

7. RISKS ASSOCIATED WITH FINANCIAL INSTRUMENTS - continued

Credit risk

Credit risk arises from the possibility that a member will default on its financial obligations. The Federation minimizes this risk via regular review of unpaid accounts. The Federation does not have a significant concentration of credit risk with any one member.

Credit risk associated with cash is minimized substantially by ensuring that it is held in a major financial institution, while investments are maintained in secure instruments such as guaranteed investment certificates.

Liquidity risk

Liquidity risk is the risk that the Federation will not be able to meet a demand for cash or fund its obligations as they come due. It also includes the risk of the Federation not being able to liquidate assets in a timely manner at a reasonable price. The Federation meets its liquidity requirements by preparing and monitoring an annual financial budget and maintaining its investments in highly liquid instruments.

8. CORONAVIRUS - 19

During January 2020, the World Health Organization declared a public health emergency due to the outbreak of a strain of the novel coronavirus ("COVID-19"). As a result, a series of public health and emergency measures have been put in place to combat the spread of the virus and it is not possible to reliably estimate the impact that the length and severity of these developments will have on the financial results and condition of the Organization in future periods.

Since fiscal 2020, the continuation of COVID-19 and related global responses have caused material disruptions to organizations around the world leading to an economic slowdown. Global equity markets have experienced significant volatility and weakness. Governments and central banks have responded with monetary and fiscal interventions to stabilize economic conditions. While governments and central banks have reacted with monetary and fiscal interventions, designed to stabilize economic conditions, the duration and extent of the impact of the COVID-19 outbreak, as well as the effectiveness of government and central bank responses, remains unclear at this time.

8. RECLASSIFICATIONS

Certain of the 2020 figures, presented for comparative purposes, have been reclassified to conform with the financial statement presentation adopted in 2021.

Audited Financial Statements of

**FEDERATION OF ONTARIO PUBLIC
LIBRARIES / FÉDÉRATION DES
BIBLIOTHÈQUES PUBLIQUES DE
L'ONTARIO**

Period ended December 31, 2021

DRAFT

FEDERATION OF ONTARIO PUBLIC LIBRARIES /
FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO

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INDEPENDENT AUDITOR'S REPORT

To the Members of Federation of Ontario Public Libraries

Opinion

I have audited the accompanying financial statements of Federation of Ontario Public Libraries (the Entity), which comprise the statement of financial position as at December 31, 2021, and the statements of project fund and changes in fund balances, general fund and changes in fund balances, and cash flows for the two month period then ended and notes to the financial statements including a summary of significant changes in accounting policies.

In my opinion, the financial statements present fairly, in all material respects, the financial position of the Entity as at December 31, 2021, and the results of its operations and its cash flows for the two months then ended in accordance with Canadian Accounting Standards for Not-for-Profit Organizations.

Comparative Information

We draw attention to Note 2 of the financial statements which describes that the Entity changed its year end from October 31 to December 31, effective December 31, 2021. The comparative figures presented including the statement of financial position as at October 31, 2021 and the statements of project funds and changes in fund balances, general fund and changes in fund balances and of cash flows for the year ended October 31, 2021.

Other matters

The budget figures for 2021 are presented only for the convenience of the members. They have not been audited and no opinion is expressed thereon.

Basis for Opinion

I conducted my audit in accordance with Canadian generally accepted auditing standards. My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report. I am independent of the Entity in accordance with the ethical requirements that are relevant to my audit of the financial statements in Canada, and I have fulfilled my other ethical responsibilities in accordance with these requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian Accounting Standards for Not-for-Profit Organizations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

My objective is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, I exercise professional judgment and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risk of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

Toronto, Canada
xx

BDCA Professional Corporation
Authorized to practise public accounting by the
Chartered Professional Accountants of Ontario

FEDERATION OF ONTARIO PUBLIC LIBRARIES /
FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO

STATEMENT OF FINANCIAL POSITION

As at December 31, 2021

	December 31 <u>2021</u> (note 2)	October 31 <u>2021</u> (note 2)
ASSETS		
Current assets		
Cash (note 3)	\$ 112,364	\$ 18,245
Investment (note 4)	92,697	92,616
Accounts receivable	128,965	850
Prepaid expenses	<u>2,188</u>	<u>3,823</u>
	<u>\$ 336,214</u>	<u>\$ 115,534</u>
LIABILITIES AND FUND BALANCES		
Current liabilities		
Accounts payable and accrued liabilities	\$ 29,369	\$ 20,230
Deferred revenue (note 5)	<u>239,350</u>	<u>38,700</u>
	<u>268,719</u>	<u>58,930</u>
Fund balances		
Project fund	(106,722)	(106,722)
General fund	<u>174,217</u>	<u>163,326</u>
	<u>67,495</u>	<u>56,604</u>
	<u>\$ 336,214</u>	<u>\$ 115,534</u>

Approved on behalf of the Board of Directors:

Director

Director

See accompanying notes to financial statements

**FEDERATION OF ONTARIO PUBLIC LIBRARIES /
FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO**

STATEMENT OF PROJECT FUND AND CHANGES IN FUND BALANCE

Two-months ended December 31, 2021, with Comparative Figures for Twelve-months ended October 31, 2021

	December 31 2021 (note 2)	October 31 2021 (note 2)
Revenue (note 6)	\$ -	\$ 42,429
Expenses (note 6)	-	<u>42,429</u>
Fund balance, beginning of period/year	(106,722)	(106,722)
Transfer from general fund	-	-
Fund balance, end of period/year	<u><u>\$ (106,722)</u></u>	<u><u>\$ (106,722)</u></u>

See accompanying notes to financial statements

**FEDERATION OF ONTARIO PUBLIC LIBRARIES /
FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO**

STATEMENT OF GENERAL FUND AND CHANGES IN FUND BALANCE

Two- months ended December 31, 2021, with Comparative Figures for Twelve-months ended October 31, 2021

	<u>Budget 2021</u> (2 months)	<u>December 31 2021</u> (note 2)	<u>October 31 2021</u> (note 2)
Revenue			
Membership fees	\$ 34,720	\$ 38,700	\$ 232,683
Other	-	1,065	750
Interest	-	81	321
	<u>34,720</u>	<u>39,846</u>	<u>233,754</u>
Expenses			
Payroll and contracted services	22,210	17,003	82,498
Other contract and professional services	11,110	7,980	77,263
General and administrative			
Meetings	500	-	3,306
Memberships	3,500	501	3,000
Bank charges	550	573	1,718
Telecommunications	400	1,139	1,092
Materials and supplies	100	-	1,429
Audit and accounting	1,000	1,267	7,551
IT and web services	1,200	21	2,324
Insurance	-	278	1,661
Marketing and public relations	500	193	-
	<u>41,070</u>	<u>28,955</u>	<u>181,842</u>
Excess (deficiency) of revenue over expenses	<u>\$ (6,350)</u>	10,891	51,912
Fund balance, beginning of period/year		<u>163,326</u>	<u>111,414</u>
Fund balance, end of period/year		<u>\$ 174,217</u>	<u>\$ 163,326</u>

See accompanying notes to financial statements

**FEDERATION OF ONTARIO PUBLIC LIBRARIES /
FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO**

STATEMENT OF CASH FLOWS

Two-months ended December 31, 2021, with Comparative Figures for Twelve-months ended October 31, 2021

	<u>December 31</u> <u>2021</u> (note 2)	<u>October 31</u> <u>2021</u> (note 2)
Cash provided by (used in)		
Operations		
Excess of revenue over expenses - General fund	10,891	51,912
Change in non-cash working capital items		
Increase in accounts receivable	(128,197)	(850)
Decrease (increase) in prepaid expenses	1,635	(82)
Increase (decrease) in accounts payable and accrued liabilities	9,140	(1,430)
Increase (decrease) in deferred revenue	<u>200,650</u>	<u>(35,812)</u>
	94,119	13,738
Investing		
Investment proceeds	-	92,185
Investment purchases	<u>-</u>	<u>(92,506)</u>
	<u>-</u>	<u>(321)</u>
Increase in cash	94,119	13,417
Cash, beginning of period/year	<u>18,245</u>	<u>4,828</u>
Cash, end of period/year	<u>\$ 112,364</u>	<u>\$ 18,245</u>

See accompanying notes to financial statements

FEDERATION OF ONTARIO PUBLIC LIBRARIES / FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO

NOTES TO FINANCIAL STATEMENTS

Period ended December 31, 2021

PURPOSE OF THE FEDERATION

The Federation of Ontario Public Libraries / Fédération des Bibliothèques Publiques de l'Ontario is incorporated without share capital under the laws of the Province of Ontario and qualifies as a non-profit organization under the Income Tax Act (Canada). Its purpose is to support and further Ontario public libraries and the communities they serve by educating the public on the role of public libraries to governments and other public and private sector bodies.

1. SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting

The financial statements were prepared in accordance with Canadian Accounting Standards for Not-for-Profit Organizations and include the following significant accounting policies:

Use of estimates

The preparation of financial statements in accordance with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the recognition, measurement and disclosure of amounts reported in the financial statements and accompanying notes. The reported amounts and note disclosures are determined using management's best estimates based on assumptions that reflect the most probable set of economic conditions and planned courses of action. Estimates are used in the determination of accrued liabilities. Actual results could differ from such estimates.

Financial instruments

Financial instruments, including cash, investments, accounts payable and accrued liabilities are recorded at fair value on initial recognition and then subsequently at cost or amortized cost, unless management has elected to carry them at fair value. The Federation has not elected to carry any of its financial instruments at fair value.

Transaction costs incurred on the acquisition of financial instruments measured subsequently at fair value are expensed as incurred. All other financial instruments are adjusted by transaction costs incurred on acquisition and financing costs.

Financial assets are assessed for indicators of impairment annually at the year/period end date. If there is an indicator of impairment, the Federation determines if there is a significant adverse change in the expected amount or timing of future cash flows from the financial asset. If there is a significant adverse change in the expected cash flows, the carrying value of the financial asset is reduced to the highest of the present value of the expected cash flows, the amount that could be realized by selling the financial asset or the amount the Federation expects to realize by exercising its right to any collateral held to secure repayment of the asset. If events or circumstances change in a future period, an impairment loss can be reversed to the extent of the improvement, but not exceeding the initial carrying value.

FEDERATION OF ONTARIO PUBLIC LIBRARIES / FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO

NOTES TO FINANCIAL STATEMENTS - continued

Period ended December 31, 2021

1. SIGNIFICANT ACCOUNTING POLICIES - continued

Tangible capital assets

The organization's policy is to expense tangible capital assets in the year/period acquired.

Revenue recognition

The Federation follows the restricted fund method of accounting for contributions whereby restricted contributions are recognized as revenue of the appropriate restricted fund, or as revenue of the General Fund in the period in which the related expenses are incurred. Unrestricted contributions are recognized as revenue of the General Fund in the period received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured.

Membership fees are recognized as earned over the term of the membership. Membership terms are on a calendar year-basis. The portion of membership revenue relating to the two months beyond the fiscal year-end is recorded as deferred revenue.

Fund balances

In accounting for its operations, the Federation has established two funds. The purpose of each fund is as follows:

- i) **General fund:**
The General fund accounts for the ongoing operations and administrative activities of the Federation
- ii) **Project fund:**
The Project fund accounts for expenditures for specific projects, which are determined and approved by the Board of Directors.

Contributed services

Individuals volunteer their time to assist in the Federation's activities. These services materially benefit the Federation, however a reasonable estimate of the time spent and its fair market value cannot be made. Accordingly, such contributed services are not recognized in the financial statements. The Federation is also dependent on the Toronto Public Library for office space, equipment, administrative and IT services for which no compensation is paid.

2. CHANGE IN YEAR END AND COMPARATIVE FIGURES

The Company changed its year end from October 31 to December 31, effective December 31, 2021. The comparative figures were audited. The statements of project fund and changes in fund balances, general fund and changes in fund balances and of cash flows for October 31 presented includes twelve months, commencing November 1, 2020 and concluding October 31 of the previous fiscal year-end.

FEDERATION OF ONTARIO PUBLIC LIBRARIES / FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO

NOTES TO FINANCIAL STATEMENTS - continued

Period ended December 31, 2021

3. BANK CREDIT FACILITY

The Company has a \$48,750 overdraft facility, which is secured against the GIC (note 3), and bears interest at prime plus 1.9%). This facility is \$nil at December 31 and October 31, 2021.

4. INVESTMENT

The investment consist of one chartered bank guaranteed investment certificate, which matures on August 30, 2022, earning interest at 0.57% annually.

	December 31 <u>2021</u>	October 31 <u>2021</u>
Chartered bank guaranteed investment certificate ("GIC")	\$ 92,506	\$ 92,506
Accrued interest	<u>191</u>	<u>110</u>
	<u>\$ 92,697</u>	<u>\$ 92,616</u>

5. DEFERRED REVENUE

	Balance, <u>Oct. 31, 2021</u>	Amount <u>Received</u>	Amount brought <u>into income</u>	Balance, <u>Dec. 31, 2021</u>
Memberships	\$ 38,700	\$ 239,350	\$ 38,700	\$ 239,350
Ontario Trillium Foundation	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
	<u>\$ 38,700</u>	<u>\$ 239,350</u>	<u>\$ 38,700</u>	<u>\$ 239,350</u>

6. FEDERATION PROJECTS

During fiscal 2019, the Ontario Trillium Foundation approved a grant in the amount of \$70,000 for a research project which commenced during September 2019. Of the \$70,000 approved, \$63,000 was received during fiscal 2019 and \$7,000 was received in the fiscal year ended October 31, 2021.

7. TANGIBLE CAPITAL ASSETS

During the year/period, the organization purchased \$nil of tangible capital assets.

FEDERATION OF ONTARIO PUBLIC LIBRARIES / FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO

NOTES TO FINANCIAL STATEMENTS - continued

Period ended December 31, 2021

8. RISKS ASSOCIATED WITH FINANCIAL INSTRUMENTS

Interest rate risk

The Federation is exposed to interest rate risk as the bank credit facility bears interest at variable rates. Cash represents amounts on deposit with financial institutions, earning interest at market rates. The Federation manages its exposure to its interest rate risk by maximizing the interest income earned on temporary excess funds while maintaining the minimum liquidity necessary to conduct operations on a day-to-day basis. Fluctuations in market rates of interest do not have a significant impact on the Federation's results of operations.

Credit risk

Credit risk arises from the possibility that a member will default on its financial obligations. The Federation minimizes this risk via regular review of unpaid accounts. The Federation does not have a significant concentration of credit risk with any one member.

Credit risk associated with cash is minimized substantially by ensuring that it is held in a major financial institution, while investments are maintained in secure instruments such as guaranteed investment certificates.

Liquidity risk

Liquidity risk is the risk that the Federation will not be able to meet a demand for cash or fund its obligations as they come due. It also includes the risk of the Federation not being able to liquidate assets in a timely manner at a reasonable price. The Federation meets its liquidity requirements by preparing and monitoring an annual financial budget and maintaining its investments in highly liquid instruments.

9. CORONAVIRUS - 19

During January 2020, the World Health Organization declared a public health emergency due to the outbreak of a strain of the novel coronavirus ("COVID-19"). As a result, a series of public health and emergency measures have been put in place to combat the spread of the virus and it is not possible to reliably estimate the impact that the length and severity of these developments will have on the financial results and condition of the Organization in future periods.

Since fiscal 2020, the continuation of COVID-19 and related global responses have caused material disruptions to organizations around the world leading to an economic slowdown. Global equity markets have experienced significant volatility and weakness. Governments and central banks have responded with monetary and fiscal interventions to stabilize economic conditions. While governments and central banks have reacted with monetary and fiscal interventions, designed to stabilize economic conditions, the duration and extent of the impact of the COVID-19 outbreak, as well as the effectiveness of government and central bank responses, remains unclear at this time.

Federation of Ontario Public Libraries		
Comparative Income Statement		
	Budget 2022-01-01 to 2022-12-31	
REVENUE		
Revenue		
Sponsorships	0.00	
Gifts and Donations	0.00	
Membership Fees	239,400.00	
Grants	0.00	
Sale of Material	0.00	
Other Revenues	0.00	
Special Peer Comparisons Fees	3,000.00	
Library Training & Development Fees	0.00	
Interest Income	0.00	
Miscellaneous-Unknown	0.00	
Total Revenue	242,400.00	
TOTAL REVENUE	242,400.00	
EXPENSE		
Payroll Expenses		
Part-time Permanent Salaries	0.00	
Contract and Temporary Staff	0.00	
EI Expense	0.00	
CPP Expense	0.00	
Total Payroll Expense	0.00	
Office Consultants		
Executive Director	107,000.00	
Administrative Assistant	23,400.00	
Marketing and Social Media	9,000.00	
Total Office Consultants	139,400.00	
Administrative Expenses		
Admin Meeting	200.00	
Admin travel	2,500.00	
Admin Professional Development	1,000.00	
Total Administrative Expenses	3,700.00	
Board Expenses		
Board Travel	4,000.00	
Board Meeting	500.00	
Board Professional Development	0.00	

Board Recruitment	0.00	
Annual General Meeting	0.00	
Legal	0.00	
Total Board Expenses	4,500.00	
Committee Work		
CELUPL	500.00	
Working Groups	0.00	
Total Committee Work	500.00	
Operational Expenses		
General Office Supplies	1,000.00	
Postage & Courier	200.00	
Photocopying Supplies	150.00	
Printing	200.00	
Telephone	1,300.00	
Telecommunication	200.00	
Insurance	1,700.00	
FOPL Memberships	3,250.00	
Subscriptions	0.00	
Total Operational Expenses	8,000.00	
Furniture and Equipment		
Furniture	0.00	
Equipment	400.00	
Information Technology Hardware	0.00	
Information Technology Software	1,500.00	
Total Furniture & Equipment	1,900.00	
Finance		
Bank Charges & Interest	1,000.00	
Credit Card Charges	0.00	
Audit	6,800.00	
Services and Consultants	0.00	
Total Finance	7,800.00	
Marketing and Promotion		
Conferences & Exhibitions	8,500.00	
Advertising & Promotions	250.00	
Special Events	0.00	
Publications and Printing	1,000.00	
Presentation Supplies	1,000.00	
Translation	0.00	
Website	500.00	
Total Marketing & Promotion	11,250.00	
Programs and Projects		

Contract Services	0.00	
Research and Development	0.00	
Statistician Fees	4,000.00	
Library Member Training	0.00	
Working Groups	0.00	
Legal Opinions	0.00	
Public Relations Services	35,000.00	
Total Programs and Projects	39,000.00	
Miscellaneous Expense		
UNKOWN EXPENSE	0.00	
Write-off	0.00	
Total Miscellaneous Expense	0.00	
TOTAL EXPENSE	216,050.00	
NET INCOME	26,350.00	
Generated On: 2022-06-06		

Indigenous Library Partnership Working Group AGM Report

Report To: FOPL Members and Board
Report Name: Indigenous Library Partnership Working Group Report
Prepared by: Feather Maracle

Working Group: Kelly Bernstein, County of Brant Public Library
Kathleen Copegog, Beausoleil First Nation Public Library
Kathy Fisher, Ottawa Public Library
Alicia Subnaik Kilgour, Niagara Falls Public Library
Feather Maracle, Six Nations Public Library
Dr. Sabrina Redwing Saunders, The Blue Mountains Public Library
Aly Velji, Toronto Public Library

Meeting Date(s): 2021.09.22, 2021.11.02, 2021.12.06, 2022.01.07, 2022.02.16, 2022.04.27

Location: Virtual

A. Recommendation

THAT the FOPL members receive the Indigenous Library Partnership Working Group AGM Report as information.

B. Background

This Working Group has been a standing committee of FOPL for a number of years. With the reauthorization of this Working Group and utilization foundational documents (94 Calls to Action; CFLA-FCAB Truth and Reconciliation Report and Recommendations) Truth and Reconciliation matters, the Indigenous Library Partnership has been meeting regularly.

C. Discussion of Needs, Issues and Work Completed

- The Group drafted the Terms of Reference which were accepted by the Indigenous Library Working Group September 22, 2021 and approved by the Board September 24, 2021
- Purpose and Mandate follow, as these provide continuous guidance informing issues and work to be done:



Purpose: The FOPL Board recognizes the need for Indigenous and Ally members to support Indigenous librarianship, our First Nation Public Library (FNPL) members, and Indigenous supports and services across our province. This Working Group shall also be tasked with ensuring accurate representation of First Nations Public Libraries and their interests in FOPL's advocacy efforts by reaching out and collaborating with said libraries.

Mandate: This Standing Committee has the mandate to provide direction to the FOPL E.D. and Board on Indigenous matters and Truth and Reconciliation agenda, which FOPL may have a role in supporting and advocating for as a unified voice. This Working Group will also provide mentoring and sponsorship ideas for the public libraries who sponsor First Nation Public Libraries in Ontario. Additionally, the three pillars of this Working Group are:

1. Advocate with and for our First Nation Public Library (FNPL) members;
 2. Support public libraries that serve Indigenous patrons;
 3. Support public libraries providing Indigenous Awareness to patrons.
- Following those guidelines, the Working Group:
 1. Has successfully advocated for the financial needs of FNPLs as public libraries on reserves, and should be funded as public libraries. The funding increase to FNPLs was included in the budget 'ask' to the Ministry.
 2. Utilizing FOPL blog and social media posts to lift Indigenous Voices and highlight ways PLs can actively participate in Truth and Reconciliation as part of regular business and as incorporated into Strategic Plans (ongoing)

D. Next Steps

-
- September 14, 2022: Offering Truth and Reconciliation in Your Library – works toward Mandate #3 by offering the following: 1) What your library can do; 2) How you can create relationships; 3) Engage and grow partnerships.
 - Provide a series of book reviews raising the auditory visibility of Indigenous Voices
 - Standing meeting dates as the 4th Wednesday of the month (11:30am-4pm)

Marketing Working Group AGM Report

Report To: FOPL Members and Board
Report Name: AGM Marketing Working Group Report
Prepared by: Dr. Sabrina Saunders, Chair of the Marketing Working Group

Working Group:

Board Members: Paul Ainslie, Toronto Public Library
Jennifer LaChapelle, Clearview Public Library
Catherina Rouse, Bibliothèque publique de Clarence, Rockland Public Lib.
Sabrina Saunders, The Town of the Blue Mountains Public Library

Operational Members: Mikayla Gora, Grimsby Public Library
Mark Pagliaroli, Vaughn Public Libraries
Kiley Percy, Ajax Public Library
Hannah Saunders, The Town of the Blue Mountains Public Library

Staff Resource: Dina Stevens, FOPL ED

A. Recommendation

THAT the FOPL members receive the Marketing Working Group Report as information.

B. Background

In 2021 we found that the communication of FOPL was lacking and stagnant. A Project Team was developed to do immediate work on the website which soon completed the task and became the Marketing Working Group. To best achieve the broader work of the Board (governance) and that of the operations, a two teamed approach was developed with a large group who would divide and conquer. Volunteers were requested from member libraries and this became the operational members.

C. Discussion of Needs, Issues and Work Completed

As a member driven budget, we realized there were many needs but also felt we could handle much of the work in house. The website was totally revamped, and continues to have updates in house by volunteers and paid admin. Likewise, the socials were inactive. As a result our outreach and presence was minimal.

Following the Project Team and Working Group activities we have been able to reactivate our socials as well as expand our channels. Regular posts go out for member information and general community interest. Members are encouraged to follow FOPL channels and also to repost those which would be of interest to their local communities. For example, several libraries reposted the party platform posts which occurred prior to the election.



The Blog was also updated with a general communication approach taken, while website appropriate content was moved out of the blog and placed on the member pages. In many cases the blog is now used to promote said content, but a divide between member access and free to non-members has occurred to better share of the impacts of FOPL for members.

D. Next Steps

- The Marketing Group will continue to work on enhancing our communication with members;
- We are looking to produce a Communications Plan;
- We will place another call for volunteers for social content creation from our members;
- We are planning additional changes to our website, including our landing page being given a facelift;
- We look forward to your feedback and comments on how our overall communication and presence of FOPL is being received.

Government Relations Working Group AGM Report

Report To: FOPL Members and Board
Report Name: Government Relations Working Group AGM Report
Prepared by: Dina Stevens, on behalf of the working group

Working Group: Dayna DeBenedet, Leeds and Thousand Islands PL (Chair)
Vickery Bowles, Toronto PL
Michael Ciccone, London PL
Jodie Delgado, Springwater PL
Danielle McDonald, Ottawa PL
Alim Remtula, Toronto PL
Margie Singleton, Vaughan PL
Dave Neeson, Georgina PL
Staff Resource: Dina Stevens, FOPL ED

A. Recommendation

THAT the FOPL members receive the Marketing Working Group Report as is as information.

B. Background

This Working Group has been a standing committee of FOPL for a number of years. Since reauthorizing Working Groups in the Fall of 2021, this committee has met several times and expanded their membership to include a wider variety of representation from our member libraries.

C. Discussion of Needs, Issues and Work Completed

This working groups has discussed, endorsed, and advised a variety of topics that have been brought to the FOPL board for deliberation. These include, but are not limited to:

- Discussing the potential implications of the new enacted *Not-For-Profit Corporations Act, 2010* on Public Libraries and seeking legal opinions from their internal library and municipal resources
- The application of historical FOPL documents to future advocacy and government relations activities, the creation and utility of new documents
- Formally endorsing FOPL/OLA joint Government Relations priorities and budget asks
- Discussion of the Public Libraries Act regarding item 16.1(4) for closed sessions of board business, indicating a possible issue with consistency across libraries



- Advocacy strategies leading up to the election such as creating and using a Toolkit for members, reviewing current advocacy materials and focusing on “priority ridings” where there is likely to be a party change

D. Next Steps

The working group will meet in late June, after the Provincial election, to discuss post-election engagement and advocacy. The Working Group will also support advocacy efforts related to the municipal elections upcoming in October later this year.

Research and Development Working Group AGM Report

Report To: FOPL Members and Board
Report Name: Research and Development Working Group Report
Prepared by: Shaun McDonough, Working Group Chair

Working Group: Alicia Kilgour, Niagara Falls Public Library
Brooke McLean, Bruce County Public Library
Megan Legg, Innisfil ideaLAB & Library
Monika Machacek, East Gwillimbury
Shaun McDonough, Markham Public Library
Staff Resource: Dina Stevens, FOPL Executive Director

A. Recommendation

THAT the FOPL members receive the Research and Development Working Group Report as information.

B. Background

The Research and Development Working Group held their first meeting on September 29th, 2021. The members had an engaging discussion of the looming vaccine mandate imposed by the province. From there, a discussion of needs followed. Analysis of the recent vaccine mandates survey and finding new uses for the FOPL Dataset were also mentioned and accepted by the team.

The Research and Development working group has a mandate to:

- (1) Identify and coordinate training opportunities for FOPL Members such as seminars, workshops, symposia, and webinars
- (2) collaborate in creation of FOPL Trustee training tools
- (3) increase awareness of professional development grant and subsidy opportunities
- (4) create content for the FOPL website relevant to ongoing advocacy initiatives

C. Discussion of Needs, Issues and Work Completed

Pursuant to *creating content for FOPLs website relevant to ongoing advocacy initiatives*, the Research & Development working group has completed phase one of development for an interactive dashboard that will replace the Annual FOPL Data Report which is comprised primarily of MHSTCI data collected from the Annual



Survey of Public Libraries. This report is primarily used as an advocacy tool however, it is long and data can quickly become outdated.

As technology continues to alter all aspects of contemporary business administration, there remain both significant challenges and opportunities. The digital revolution will not reverse. FOPL must continue to push the technological envelope on behalf of its members. Based on the growth trajectory and economic digitization, it is expected that the next iteration of the internet will be bigger, faster, and smarter. This progression will further conflate the methods in which library administration:

A: Consume information

B: Assess & collect data used in the decision-making process

D: The technologies used to report and communicate to stakeholders

Outside of large urban libraries, public libraries across Ontario continue to have trouble hiring high tech staff. The interactive reporting tool developed by the Research & Development Working Group is an attempt to bridge an HR, technological, and reporting gap while proving the opportunity for FOPL members to get acquainted with data solutions. This dashboard will allow FOPL members equal & consistent access to the ministry dataset along with other relevant data, while allowing them the opportunity to use the dashboard for stakeholder management, internal reporting needs and insights generation to better support decision making opportunities.

D. Next Steps

The working group will continue the production of the interactive reporting tool. Projected completion is Fall 2022.

French Translation Working Group AGM Report

Report To: FOPL Members and Board
Report Name: French Translation Working Group Report
Prepared by: Catherina Rouse / Working Group Chair

Working Group: Gwen Boyd, Ontario Library Service (OLS)
Isabelle Camiré, Township of Russell Public Library
Catherina Rouse, Clarence Rockland Public Library
Catherine Seaman, Ottawa Public Library
Dina Stevens, ED Ex-Officio

Meeting Date(s): February 7, 2022
Location: Virtual

A. Recommendation

THAT the FOPL Members receive this as information.

B. Background

FOPL endeavors to provide equitable access to all its services, documents, and research. As such, a need was identified to provide a translation service for items identified and requested by our members on an ad hoc basis.

C. Activities of the Working Group

During the February meeting, the Working Group presented translations that were ready to be added to the FOPL website. The WG members made a list of other items that need to be translated. The WG then came to an agreement about the type of items that should be translated going forward and how it would be presented on the FOPL website.

A brief note was added to the bottom of the "Contact Us" page on the FOPL website with contact information to request translation of FOPL documents or articles.

The May meeting was cancelled due to key members not being available to meet.



D. Next Steps

The next meeting is booked for August 8, 2022, at which point the Working Group will review what has been translated to date and will discuss new items to be translated.

Federation of Ontario Public Libraries

CELUPL's Report to the AGM: 2021 Activities

May 11, 2022

The CELUPL Group met three times in 2021 via Zoom. Key topics and activities from the meetings are noted below:

January 8, 2021

- Curbside service during shutdown including offering printing, faxing and scanning pick ups
- Fine free permanently
- *Library Materials Isolation Report* by Vaughan Public Libraries was discussed, many thanks to Margie Singleton and her team for preparing the report and advocating on this issue
- First OLS Board Assembly Meetings to start in Spring 2021
- OLS is updating COVID resources for libraries continually and posting online
- COVID's impact on the opioid crisis has led to the need for increased social supports in the community. Ryan Dowd's staff training is highly recommended.

April 9, 2021

- FOPL reported on advocating efforts for the Ontario Digital Library
- FOPL reported that advocacy efforts for broadband funding were successful
- Awaiting a Ministry response to the letter regarding materials isolation periods, thank you to the many libraries that supported the letter.
- CELA funding was reinstated for this year only. Those who wrote support letters were encouraged to write again, expressing thanks and advocating for long term funding.
- Wellness calls to seniors program
- Healthy communities grant, June is the next intake for applications. Using community partners has been one successful approach.

November 5, 2021

- FOPL's *Government Relations and Support for Ontario's Libraries* presentation was shared.
- FOPL's approach to government relations includes engagement, aligning advocacy priorities with government priorities and talking about fine free in terms of libraries supporting their communities.
- Recent advocacy success jointly with FOPL, OLS & OLA: \$4.8 million investment in public library broadband that will support upgrades for up to 50 libraries!
- OLS clarified proof of vaccination regulations: Board meetings and storytimes are not subject to POV.

- 4th COVID wave: capacity limits, putting furniture back on the floor as libraries reopen, hybrid work models, masking for staff and vaccination policies were topics
- The membership passed a motion to hold one virtual meeting and one in-person meeting annually to reduce meeting costs and travel time.

2022 Meeting dates:

- Fridays, April 1, 2022 (virtual) and November 4, 2022 (in person)

The Chief Executives of the Large Urban Public Libraries that comprise the CELUPL Working Group are committed to serve as a strong voice on behalf of the Federation and look forward to continued collaboration and alignment this year and beyond.

This report is circulated on behalf of the current CELUPL Executive:

Helen Kelly	Idea Exchange	Chair
Lauren Jessop	Barrie Public Library	Vice-Chair
Rae-Lynne Aramburo	Brantford Public Library	Secretary



FEDERATION OF ONTARIO PUBLIC LIBRARIES

BY-LAW NO. 1

[Amended AGM June 10, 2022]

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Preamble

Whereas the public libraries of Ontario have joined together to form a federation to promote their interests, the following By-law shall serve to advance that purpose.

1. Definitions and Interpretation

1.1 In this By-law, the following terms shall have the meaning set out opposite them:

- i) “**Act**” means the *Corporations Act*, R.S.O. 1990, c.C.38 and any amending or successor legislation from time to time;
- ii) “**Associate Member**” has the meaning set out in Section 3.23;
- iii) “**Board**” means the Board of Directors of FOPL;
- iv) “**By-law**” means this By-law as enacted, amended and re-enacted and in force from time to time and By-laws shall mean all by-laws of FOPL in force from time to time;
- v) “**Caucus**” means a caucus of FOPL established under Article 4;
- vi) “**Executive Director**” means the person employed in that capacity pursuant to Section 8.3;
- vii) “**Delegate**” means a Member of FOPL admitted under Section 3.2.2;
- viii) “**Director**” means an elected member of the Board of Directors;
- ix) “**Documents**” includes deeds, mortgages, hypothecs, charges, conveyances, transfers and assignments of property, real or personal, immovable or moveable, agreements, releases, receipts and discharges for the payment of money or other obligations, conveyances, transfers and assignments of shares, bonds, debentures or other securities and all paper writings; in print or electronic;
- x) “**FOPL**” means *FEDERATION OF ONTARIO PUBLIC LIBRARIES*, a corporation without share capital incorporated by Letters Patent dated August 12, 2005 under the Act, and having a dual French name of *FÉDÉRATION DES BIBLIOTHÈQUES PUBLIQUES DE L'ONTARIO*, by virtue of Supplementary Letters Patent dated *September 22, 2005* under the Act;
- xi) “**In Writing**” refers to both paper and electronic means;
- xii) “**Library Board**” means any governing body responsible for the Library including a First Nation Public Library governing body, committee, or Department Head, which ever may apply;
- xiii) “**Library Member**” means a Member of FOPL admitted under Section 3.2.1;

- xiv) “**Member**” means a Library Member, Delegate or Associate Member of FOPL and “**Members**” means, unless otherwise required by the context, all Members of FOPL;
- xv) “**Office**” means the office of FOPL, as set out in Section 8.1
- xvi) “**Officer**” and Executive Committee are used interchangeably and includes; Chair, Vice Chair, Past Chair, Treasurer and Secretary (whereas a Director has been appointed Secretary and/or Treasurer).

1.2 In all By-laws of FOPL, the singular shall include the plural and the plural the singular; the word “**person**” shall include firms and Federations. Wherever reference is made in the By-law to any statute or section thereof, such reference shall be deemed to extend and apply to any amendment to or re-enactment of such statute or section, as the case may be. The headings in this By-law are solely for convenience and are not to be used as an aid in the interpretation of this By-law.

1.3 The seal, if its impression is stamped in the margin, shall be the seal of FOPL.

2. Purpose

The purpose of FOPL is to support and further Ontario public libraries and the communities they serve, as more particularly set out in the Letters Patent of FOPL. In order to further and improve the provision of public library service FOPL will endeavour to act in a cooperative manner with other affiliated library organizations, including but not limited to the Ontario Library Service board, the Ontario Library Association, and the Ontario Library Boards' Association.

3. Jurisdiction and Membership

3.1 Membership in FOPL shall be limited to persons interested in furthering the objects of FOPL and shall consist of anyone whose application for admission as a member has received the approval of the Board of FOPL or who shall otherwise qualify for membership according to requirements established from time to time by the Board.

3.2 There shall be three classes of members of FOPL:

- 3.2.1 Library Members, being public library boards, bodies deemed by legislation to be such a board, First Nations' Chiefs and Councils, or public libraries existing as committees of council in Ontario as defined by the *Public Libraries Act (Ontario)* or other applicable legislation, which pay the membership fee provided for in this By-law may become Library Members of FOPL. Without detracting from the generality of the foregoing, this includes public, county and union boards, and First Nations' Chiefs and Councils. Members will participate in FOPL by appointing representatives to a particular Caucus as set out in section 4.
- 3.2.2 Delegates, being those individuals nominated for membership from time to time by Library Members to be their representatives to the Caucuses pursuant to Section 4.2. Each Library Member shall have the right to nominate and be represented from time to time by the number of Delegates it is entitled to nominate as Directors.

3.2.3 Associate Members, being other organizations, which support the objectives of FOPL and the public library community, which are important to its future well-being, and which pay the Associate Membership fee may become associate Members of FOPL. The following organizations shall, upon paying the associate Member's fee, be eligible to be associate Members of FOPL:

- i. CUPE OMECC Library Workers Committee (CUPE LWC)
- ii. Ontario Library Services
- iii. Ontario Library Association and its divisions
- iv. Library Services Centre

3.2.4 The Board may in its discretion grant other organizations Associate Member status, subject to application being made by any such association, and the association paying the Associate Member's fee. In making its determination the Board shall consider if the purposes of the organization in question are compatible with FOPL's Purpose to support and further Ontario public libraries and the communities they serve.

3.2.5 Individual library boards shall not be eligible to be Associate Members.

3.3 The membership of Delegates, Library Members and Associate Members shall be subject to annual renewal.

3.4 Delegates and Associate Members shall not have the right to vote at members' meetings. Each Library Member shall each have the right to two votes at all meetings of the Members of FOPL as set out in Section 9.7.

3.5 Membership in FOPL is non-transferable and shall lapse and cease to exist when membership dues are not paid and are no longer active.

3.6 Any Member may withdraw from FOPL by delivering to FOPL a written resignation and lodging a copy of the same with the secretary of FOPL.

3.7 Any Member may be required to resign by a vote of three-quarters of the Members at an annual meeting; provided that no motion of the Members to require a Member to resign may be initiated without prior approval by a resolution of the Board; and provided that any such Member shall be granted an opportunity to be heard at such meeting.

The Board may establish a membership caucus for former library leaders. An annual fee will apply.

4. Caucuses

4.1 FOPL shall be composed of seven Caucuses, namely:

- i. First Nations' Public Libraries' Caucus
- ii. Francophone Public Libraries' Caucus

- iii. Large Urban Public Libraries' Caucus
- iv. Northern Public Libraries' Caucus
- v. Rural Public Libraries' Caucus
- vi. Small and Medium Urban Public Libraries' Caucus
- vii. Toronto Public Library's Caucus
- viii. Former Library Leaders

4.2 Prior to the Annual General Meeting each year, Members in good standing shall appoint their Chair, Executive Director, their equivalents, or their respective designates, and, where applicable, additional representatives as provided by section 5.2, to represent them in the caucus of their own choosing. The representatives so appointed will be Delegates and will each have voice and vote in the caucus of which they are both a member.

4.3 Once Delegates of Member library boards have chosen to belong to a particular caucus, they cannot become members in a different caucus until the following year.

4.4 Notwithstanding section 4.3, Delegates of Member library boards may participate with voice but without vote in the deliberations and activities of any caucus of which they are not a member, providing such participation has been approved by a majority of the caucus of which they are not a member.

5. Board

5.1 Number and Quorum: The property and business of FOPL shall be managed by a Board of twenty-three (23) Directors of whom two fifths of the number of members of the Board from time to time, including two officers shall constitute a quorum. Directors must be individuals, 18 years of age, with power under law to contract. Directors shall be Delegates. Of the 23 Directors, the following shall be ex officio members of the Board of Directors:

- (a) the Immediate Past Chair

The remaining Directors shall be elected or appointed at the Annual General Meeting through the Caucuses (or, in the case of the Toronto Public Library Caucus, appointed by the Toronto Library Board prior to the Annual General Meeting) as per set out below.

5.2 The seven caucuses will elect or appoint the following number of Directors.

- i. First Nations' Public Libraries' Caucus - two Directors
- ii. Francophone Public Libraries' Caucus - two Directors
- iii. Large Urban Public Libraries' Caucus - six Directors
- iv. Northern Public Libraries' Caucus - two Directors
- v. Rural Public Libraries' Caucus - two Directors

vi. Small and Medium Urban Public Libraries' Caucus - four Directors

vii. Toronto Public Library's Caucus - four Directors.

viii. Former Library Leaders

5.2.1 In each caucus the Directors elected from the caucus shall be evenly divided between the library board Chairs and Chief Executive Officers, their equivalents, or their respective designates. The Toronto Public Library Board shall appoint two trustees and two staff members as directors of their caucus. Where additional Delegates are provided by section 5.2, their presence shall not be deemed to detract from the foregoing requirement.

5.2.2 Former Library Leaders Caucus shall elect two members from the caucus.

5.3 Election or Appointment of Directors

5.3.1 On the date of organization of FOPL, the caucuses shall elect 22 Directors, 19 of whom shall be apportioned as set out in Section 5.2, each of whom shall serve until the first Annual General Meeting of the members ("AGM1"), and thereafter for the term, if any, set out in the table below:

CAUCUS	EXPIRES AT AGM1	ONE YEAR	TWO YEAR
i. First Nations	None	None	One
ii. Francophone	None	None	One
iii. Large Urban	Three	None	Three
iv. Northern	None	None	Two
v. Rural	None	None	Two
vi. Small and Medium Urban	One	Two	None
vii. Toronto	Two	Two	None

5.3.2 At AGM 1 and each subsequent Annual General Meeting each of the caucuses shall elect a number of directors equal to the number of directors from such caucuses retiring in such a year, or whose positions are otherwise vacant. If such a retirement or vacancy has occurred prior to the completion of a full term, the newly elected director will only serve until the end of the term of his or her predecessor. Otherwise a director will be elected for a term of three years or until the third Annual General Meeting after their election whichever shall first occur.

5.3.3 Directors whose term has expired are eligible for re-election.

5.3.4 The office of Director shall be automatically vacated:

- i) if a Director shall resign their office by delivering a written resignation to the secretary of FOPL;
- ii) if they are found by a court to be of unsound mind;
- iii) if they become bankrupt or suspends payment or compounds with their creditors;
- iv) if at a special or general meeting of members a resolution is passed by 2/3 of the members present at the meeting that they be removed from office;
- v) Upon resigning or ending their term as CEO or board chair for their member library.
- vi) on death;

provided that if any vacancy shall occur for any reason in this paragraph contained, the Board by majority vote, may, by appointment, fill the vacancy with an Delegate of FOPL who represents the Caucus which appointed the Director whose position is vacant for a term to expire at the next Annual General Meeting at which time a permanent replacement will be elected by the Caucus and in accordance with the provisions of section 11.7.

5.3.5 Directors shall serve as such without remuneration and no Director shall directly or indirectly receive any profit from their position as such; provided that a Director may be paid reasonable expenses incurred by them in the performance of their duties. Nothing herein contained shall be construed to preclude any Director from serving FOPL as an officer or in another capacity and receiving compensation therefore.

5.3.6 A retiring Director shall remain in office until the dissolution or adjournment of the meeting at which their retirement is accepted and his or her successor is elected.

5.4 Appointment of Officers: At its first meeting each year, to be held immediately at the close of the Annual General Meeting, as provided by section 11.4, the Board shall elect as its officers a Chair, a Vice-Chair, a Secretary and a Treasurer. All officers shall be Directors, except that the Secretary need not be a Director if the position is filled by the Executive Director. The positions of Secretary and Treasurer may be combined, in which case the person holding such position shall be designated as the Secretary-Treasurer. The Board shall designate from the officers those with authority to sign on behalf of FOPL. The officers may meet from time to time, whether in person, electronically or otherwise.

5.5 Meetings of the Board: The Board shall meet no less than four times a year. Meetings of the Board may be held at any time and place to be determined by the Directors. The Chair or a majority of the number of Directors then provided in this By-law may call a meeting. All meetings shall be held at the municipality in which the head office of FOPL is located, unless otherwise determined by the Board. Written notice of such meeting shall be given to each

Director. If given by mail, notice shall be sent at least 14 days prior to the meeting. If given by other permitted means, notice shall be sent at least 48 hours prior to the meeting. Each Director is authorized to exercise one vote. The person chairing the meeting shall have the right to vote in the first instance, but shall not have the right to cast a second or casting vote at meetings of the Board.

- 5.5.1 Board meetings shall be open to all Delegates and designated representatives of Associate Members; provided that where a matter of a sensitive nature is before the Board the person chairing the meeting has discretion, with the approval of the Board, to declare any meeting or any portion of a meeting closed to all but Directors and those persons permitted to be present.
- 5.5.2 Members who attend a Board meeting and wish to speak to any issue before the Board shall ordinarily be allowed to do so. Members who wish to speak shall advise the Board prior to the meeting of their wish to do so, and shall indicate what matter they wish to address. Where a matter is raised initially at the Board meeting, notwithstanding section 5.5, Members wishing to address the matter shall not be required to provide the Board with prior notice of their wish to speak to the matter.
- 5.5.3 Provided all of the Directors present at or participating in a meeting of the Board or a committee of the Board consent, a meeting of Directors or of a committee of Directors may be held by such telephone, electronic or other communication facilities as permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously, and a Director participating in the meeting by those means is deemed for the purposes of this By-law to be present at the meeting.
- 5.5.4 A resolution in writing, signed by all the Directors entitled to vote on that resolution at a meeting of Directors or committee of directors is as valid as if it had been passed at a meeting of Directors or committee of Directors.
- 5.5.5 Provided a quorum of Directors is present, each newly-elected Board may without notice hold its first meeting immediately following the meeting of Members at which such Board is elected.
- 5.5.6 The Board may appoint a day or days in any month or months for regular meetings at a place and hour to be named. A copy of any resolution of the Board fixing the place and time of regular meetings of the Board shall be sent to each Director forthwith after being passed, but no other notice shall be required for any such regular meeting.
- 5.5.7 Agendas for any meetings shall be made available prior to the meeting to all Members. Agendas shall include:
 - Minutes of previous meetings
 - Reports of the officers, including financial reports
 - Report of the Executive Director

- Strategic Plan and Working Group Reports
- Other business

5.6 Subject to Section 8.3 and 8.4, the Board may appoint such agents and engage such employees as it shall deem necessary from time to time and fix their remuneration and such persons shall have such authority and shall perform such duties as shall be prescribed by the Board at the time of such appointment.

5.7 No Director shall be disqualified by their office from contracting with FOPL, nor shall any contract or arrangement entered into by or on behalf of FOPL, with any Director or in which any Director is in any way interested, be liable to be avoided nor, subject to the provisions of the Act, shall any Director so contracting or being so interested be liable to FOPL or any of its Members for any profit realized by any such contract or arrangement by reason of such Director holding that office or the fiduciary relationship thereby established.

5.8 It shall be the duty of every Director of FOPL who is in any way, whether directly or indirectly, interested in a contract or arrangement or proposed contract or proposed arrangement with FOPL, to declare such interest to the extent, in the manner and at the time required by the Act and to refrain from voting in respect of the contract or arrangement or proposed contract or proposed arrangement if and when prohibited by the Act.

5.9 It shall be the responsibility of the Board to ensure that the objectives of FOPL are pursued with due diligence and in accordance with this By-law, the Letters Patent of FOPL, and whatever resolutions or policies are adopted by FOPL membership at the Annual or Special General Meetings of FOPL membership, providing those resolutions or policies are not inconsistent with this By-law or the Letters Patent.

5.10 The Board shall attend to the financial needs of FOPL with due diligence. Without detracting from the generality of the foregoing, the Board shall create and implement appropriate financial control policies and establish spending limits as appropriate. The Board shall see that all necessary books and records of FOPL required by the By-laws of FOPL or by any applicable statute or law are regularly and properly kept.

5.11 The Board shall take such steps as they may deem requisite to enable FOPL to acquire, accept, solicit or receive legacies, gifts, grants, settlements, bequests, endowments and donations of any kind whatsoever for the purpose of furthering the objects of FOPL. The Board shall have the power to enter into a trust arrangement with a trust company for the purpose of creating a trust fund in which the capital and interest may be made available for the benefit of promoting the interest of FOPL in accordance with such terms as the Board may prescribe.

5.12 Executive Committee: The Board may from time to time elect from among themselves an executive committee composed of the Directors who are officers of the Board.

5.12.1 The executive committee shall exercise such powers as are authorized by the Board. Any executive committee member may be removed by a majority vote of the Board. Executive committee members shall receive no remuneration for serving as such, but are entitled to reasonable expenses incurred in the exercise of their duty.

- 5.12.2 Meetings of the executive committee shall be held at any time and place to be determined by the members of such committee. Any three members may call a meeting. All meetings shall be held at the municipality in which the head office of FOPL is located, electronically, or otherwise determined by the committee. Written notice of such meeting shall be given to each Executive Member. If given by mail, notice shall be sent at least 14 days prior to the meeting. If given by other permitted means, notice shall be sent at least 48 hours prior to the meeting. Three members of such committee shall constitute a quorum. No error or inadvertent omission in giving notice of any meeting of the executive committee or any adjourned meeting of the executive committee of FOPL shall invalidate such meeting or make void any proceedings taken thereat such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat.

6. Duties of the Officers of FOPL

6.1 The Chair shall convene and chair meetings of the Board and of FOPL and shall appoint all members of committees and task forces of FOPL not otherwise ordered.

6.2 The Vice-Chair shall perform the duties of the Chair in the Chair's absence, and, in case of the resignation or death of the Chair, shall perform the duties of the Chair until such vacancy is filled as provided in these By-laws. The Vice-Chair shall also preside when called upon by the Chair and at times when the Chair may be temporarily unable to discharge the duties of that office.

6.3 The Treasurer shall have the custody of the funds and securities of FOPL and shall keep full and accurate accounts of all assets, liabilities, receipts and disbursements of FOPL in the books belonging to FOPL and shall deposit all monies, securities and other valuable effects in the name and to the credit of FOPL in such chartered bank or trust company, or credit union, or, in the case of securities, in such registered dealer in securities as may be designated by the Board from time to time. The Treasurer shall disburse the funds of FOPL as may be directed by proper authority taking proper vouchers for such disbursements and shall render to the Directors at the regular meeting of the Board, or whenever they may require it, an accounting of all the transactions and a statement of the financial position, of FOPL. Each record of proceedings shall include a copy of the full financial report presented. The Treasurer shall, in conjunction with the Board, annually prepare a budget for the operations of FOPL to be submitted to the Annual General Meeting of FOPL for the membership's receipt. The Treasurer shall also perform such other duties as may from time to time be directed by the Board.

6.4 The Secretary may be empowered by resolution of the Board to carry on the affairs of FOPL generally under the supervision of the officers and shall attend all meetings and act as a clerk thereof and record all votes and minutes of all proceedings in the books to be kept for that purpose. The Secretary shall give or cause to be given notice of all meetings of the Members and of the Board, and shall perform such other duties as may be prescribed by the Board or Chair, under whose supervision they shall be. The Secretary shall be custodian of the seal of FOPL, if any.

6.5 The position of Secretary is filled by the Executive Director unless a board resolution appointing another member occurs.

6.6 The Secretary, Treasurer, and all other officers authorized to sign on behalf of FOPL, shall be protected by errors and omissions insurance and may be required to submit a criminal record check.

6.7 At the termination of office, the Secretary and Treasurer shall turn over to a successor, all properties and assets in their respective possessions, including funds, books and records belonging to FOPL.

6.8 The Board may from time to time create other offices and appoint other officers to fill such positions. The duties of all other officers of FOPL shall be such as the terms of their engagement call for or the Board requires of them.

6.9 The officers of FOPL shall hold office from the date of their appointment or election or until their successors are elected or appointed in their stead. Officers shall be subject to removal by resolution of the Board at any time, with or without cause.

6.10 The Past Chair remains a member of the Executive to advise all proceedings and act as a resource for the collective memory of FOPL.

7. Indemnities to Directors and Others

7.1 Indemnity of Directors and Officers: Every Director and officer of FOPL and their heirs, legal personal representatives, and assigns, respectively, shall from time to time and at all times, be indemnified and saved harmless, from and against:

- i) all costs, charges and expenses whatsoever which the Director or officer sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against them for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by them or about the execution of the duties of their office; and
- ii) all other costs, charges and expenses which the Director sustains or incurs in or about or in relation to the affairs thereof, except the costs, charges or expenses occasioned by their own wilful neglect or default.

7.2 Indemnity of others: Except as otherwise required by the *Act* and subject to Section 7.1, FOPL may from time to time indemnify and save harmless any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of FOPL) by reason of the fact that they are or was an employee or agent of FOPL, or is or was serving at the request of FOPL as a Director, officer, employee, agent of or participant in another Federation, partnership, joint venture, trust or other enterprise, against expenses (including legal fees), judgments, fines and any amount actually and reasonably incurred by them in connection with such action, suit or proceeding if they acted honestly and in good faith with a view to the best interests of FOPL, and, with respect to any criminal or administrative action or proceeding that is enforced by a monetary penalty, had reasonable grounds for believing that their conduct was lawful. The termination of any action, suit or proceeding by judgment, order, settlement, or conviction, shall not, of itself, create a presumption that the person did not act honestly and in good faith with a view to the best interests of FOPL, and, with respect to any criminal or administrative action or proceeding that is enforced by a monetary penalty, had no reasonable ground for believing that his or her conduct was lawful.

7.3. Right of indemnity not exclusive: The provisions for indemnification contained in the by-laws of FOPL shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any by-law, agreement, vote of Members or disinterested Directors or otherwise, both as to action in their official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a Director, officer, employee or agent and shall inure to the benefit of the heirs and legal personal representatives of such a person.

7.4 Protection of Directors and Officers: Every Director and officer of FOPL in exercising their powers and discharging their duties shall act honestly and in good faith with a view to the best interests of FOPL and shall exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. Subject to the foregoing and to the extent permitted by law, no Director or officer of FOPL shall be liable for the acts, receipts, neglects or defaults of any other Director or officer or employee or for joining in any receipt or act for conformity or for any loss, damage or expense happening to FOPL through the insufficiency or deficiency of title to any property acquired by FOPL, or for or on behalf of FOPL or for the insufficiency or deficiency of any security in or upon which any of the moneys of or belonging to FOPL shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person with whom or which any moneys, securities or effects shall be lodged or deposited or for any loss, conversion, misapplication or misappropriation of or any damage resulting from any dealings with any moneys, securities or other assets belonging to FOPL, or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of his or her respective office or trust or in relation thereto unless the same shall happen by or through his or her own wrongful and wilful act or through his or her own wrongful and wilful neglect or default.

7.5 Responsibility for Acts: The Directors for the time being of FOPL shall not be under any duty or responsibility in respect of any contract, act or transaction whether or not made, done or entered into in the name or on behalf of FOPL, except such as shall have been submitted to and authorized or approved by the Board.

8. Head Office, Executive Director and Staff

8.1 Office of FOPL: In order to implement its objectives FOPL shall create and maintain an Office, which shall be its head office. The Board shall be responsible for the direction and the operations of the Office.

8.2 Head Office: Until changed in accordance with the Act, the Head Office of FOPL shall be in the City of Toronto in the Province of Ontario.

8.3 Executive Director: The Board may by resolution appoint the Executive Director of FOPL to perform such duties, on such terms and conditions and with such compensation, as may be agreed to with the Executive Director. Such agreement shall be in writing. The initial term of such contract or of any extension of such from time to time shall not exceed three (3) years, unless approved by the Members. The agreement may provide for the delegation of any of the powers or duties of any officer of FOPL to the Executive Director. When an Executive Director has been contracted, the Executive Director may be designated as and, if so designated, shall perform the duties of the Secretary of FOPL. The Executive Director shall have voice but no vote at all sessions of the Board. It shall be the further responsibility of the Board to direct and assess the performance of the Executive Director.

8.4 Subject to the approval of the Board, the Executive Director shall hire further staff to carry out the activities of the Office. The Executive Director shall be responsible for directing and assessing the performance of any such staff, and for determining the terms and conditions of employment of any such staff. Without detracting from the generality of the foregoing, the Executive Director shall be responsible for all matters pertaining to the employment of the staff of the Office, subject to review and approval of the Board.

9. Meetings - Annual General Meeting and other Sessions

9.1 The Board shall annually convene an Annual General Meeting. An initial notice to all Members shall be sent out 90 days prior to the date of the meeting. The notice shall include an indication of the date and location of the meeting; it shall also include a statement as to registration costs, if any, of the meeting; and a specification as to the date for forwarding resolutions and any rules applicable to the submission of resolutions. The Board may also provide other information in conjunction with the required notices. Such notices may be provided in an electronic format and may include a web-site announcement or announcements.

9.2 Resolutions shall be prepared and submitted to the Board no later than 30 days prior to the Annual General Meeting. Resolutions, other than resolutions proposed by the Board, may not exceed 200 words in length, and shall be signed by the presiding officer and the secretary of the submitting body.

9.2.1 Emergency resolutions shall have the same requirements as regular resolutions, respective of word length and signatories. Emergency resolutions may be presented to the Annual General Meeting where the matter provoking the resolution could not reasonably have been known by the submitting body more than 30 days prior to the Annual General Meeting, subject to the approval of the Board.

9.2.2 For the purposes of this section, By-law amendments shall be regarded as resolutions, but subject to the provisions of section 16.

9.3 The Board shall provide a second notice to all Members at least fourteen (14) days prior to the Annual General Meeting. This notice may be provided electronically, consistent with the provisions of section 9.1 and shall include an indication of the date and location of the meeting; a statement as to registration costs, if any; a copy of all resolutions; and an agenda of other business which should properly come before the membership at an Annual General Meeting, as set out at section 9.7.4.

9.4 The Board may also convene other meetings of Members from time to time at its own discretion, or where either a majority of Members request a meeting; or where a majority of caucuses request a meeting. Such requests shall specify the purpose for which the meeting is called, and the meeting shall consider no other business, unless at least two-thirds of Members present and voting consent to consider other specified business. Such requests may be conveyed electronically. Fourteen (14) days' written notice shall be given to each Member of any special general meeting of Members. Notice of any such meeting should contain sufficient information to permit the Member to form a reasoned judgment on the decision to be taken.

9.5 The Chair of the Board shall preside over all general or special meetings of FOPL. The Chair may be assisted in conducting such meetings by other officers of the Board. The Chair may

also seek assistance on the interpretation of procedural matters from legal counsel to FOPL or any designated representative of a Member.

9.6 A summary of the proceedings of any regular or special meeting shall be prepared by the Secretary of the Board and provided to all Members within 60 days of the conclusion of the instant meeting. This summary may be provided electronically, including its being posted on a website.

9.7 At all meetings of the full membership, including but not limited to the Annual General Meeting, each Library Member shall be entitled to two votes on any question properly put to the Members present. Votes or voting may be accepted or conducted in electronic format. In addition, proxy ballots shall be accepted by the Chair, providing such proxy ballots are properly authorized by those releasing their vote to a proxy. Notwithstanding the limitations on voting, any person credentialed as a Delegate or alternate may address the Members present. Further, the Chair may recognize guests and permit them to address the Members present.

9.7.1 Members or Associate Members shall be required to have paid any applicable annual membership fees, Associate Member fees, or required registration fees, in order to be eligible to attend meetings of FOPL.

9.7.2 Quorum for any regular or special meeting to be convened shall be at least 50 properly credentialed persons representing at least 25% of the Members and at least 50% of the caucuses. For the purposes of this section persons and Members participating by way of electronic resources, or by mail-in ballots, or by properly authorized proxy ballots shall all be deemed to be in attendance.

9.7.3 If 15 minutes after the time appointed for the holding of any annual general or special meeting of members a quorum shall not be present the meeting shall be dissolved and shall stand adjourned for 15 minutes and if after 15 minutes after the reconvening of such a meeting, a quorum be not present, those members in good standing who are present in person and entitled to vote shall be deemed to be a quorum, and may transact all business which a full quorum might have done.

9.7.4 Current and immediate past officers of FOPL shall be entitled to notification of any general or special meeting, and to attend with voice. Such persons shall not be entitled to vote nor to stand for office unless they attend as representatives of a Member.

9.7.5 The order of business for the Annual General Meeting shall be as follows:

1. Chair's Report
2. Executive Director's Report
3. Secretary Treasurer's Report
4. Receipt of the Financial Statements and Auditor's Report
5. Report of Standing Committees
6. Nominations and Elections: Report from Caucuses

7. Other Business

8. Adjournment

9.7.6 At all meetings of Members every question shall be determined by a majority of votes unless otherwise specifically provided by statute or by this By-law. For greater clarity, any reference in this By-law to a “Member” or “Members” in the context of voting or nominating shall mean only Library Members and shall not include Delegates.

9.7.7 The rules of order for any meeting of FOPL shall be as set out in Appendix “A”.

9.8 The annual or any other general meeting of the Members shall be held at the municipality of the head office of FOPL or at such other place in Ontario as the Board may determine.

10. Finance

10.1 Unless otherwise ordered by the Board the fiscal year of FOPL shall end on December 31 in each year.

10.2 FOPL will seek revenues from public and other sources, provided that this causes no detriment to the pursuit of its objectives or the integrity of the public service of libraries.

10.2 FOPL will be funded at least in part by membership fees. The Board can alter the structure and assessment of fees, from time to time, but may only do so after due consultation with the members at large.

10.4 The Members shall at each annual meeting appoint an auditor to audit the accounts of FOPL for report to the Members at the next annual meeting. The auditor shall hold office until the next annual meeting provided that the Directors may fill any casual vacancy in the office of the auditor. The remuneration of the auditor shall be fixed by the Board. The auditor shall be entitled to receive all notices and other communications relating to meetings of Members that any Member is entitled to receive and to attend, but not vote, at all such meetings. Provided, however, that if the Act exempts FOPL from the requirement for appointment of an auditor, FOPL may, if it complies with the conditions for such exemption, dispense with the performance of an audit. In such event, the Board shall make such provision for preparation and review of annual financial statements as it may determine to be in the best interests of FOPL. The Treasurer shall submit FOPL's books, records, invoices and supporting documents, and original bank statements to the auditor, and furnish the auditor with a letter from the bank(s) where FOPL's funds are deposited, attesting to the amounts to the credit of FOPL at such bank(s). The Treasurer must, within a reasonable time, respond in writing to any recommendations and concerns raised by the auditor.

11. Elections and Vacancies

11.1 Members of Caucuses shall select their representatives and alternates in accordance with their own procedures, and subject to the provisions of section 4.

11.2 Associate Members shall select their representatives and alternates in accordance with their own procedures.

11.3 Election of caucus representatives as Directors of the Board shall be consistent with the provisions of section 5.

11.4 The election of the Officers of the Board shall be consistent with the provisions of section 5. Such elections shall be held immediately upon the close of the Annual General Meeting.

11.5 Notwithstanding sections 4.2, 5.1, 5.3.2, 5.4, and 11.4, in years when province-wide municipal elections precede the AGM by less than six (6) months, the appointment of delegates by members, the election or appointment of Directors by Caucuses, and the election of Officers by the Board will be delayed until the period of time equal to no less than six (6) months and no more than eight (8) months following the municipal election. Incumbent Delegates, Directors and Officers remain in office until their successors are appointed or elected.

11.6 Vacancies of representatives and alternates of caucuses and Associate Members shall be filled in accordance with the procedures of the appropriate caucus or Associate Member.

11.7 Vacancies among the Directors shall be filled in accordance with the procedures of the caucus which selected the vacating Director and in accordance with the provisions of section 5.3.4.

11.8 Vacancies among the Officers shall be filled as set out in sections 11.8.1 and 11.8.2.

11.8.1 Where the position of Chair is vacated for a period of three months or less, the Vice-Chair shall assume the Chair's position. Where the position of Chair is vacated, or the Chair is unable to fulfill the duties of the position, for a period of more than three months, the Vice-Chair shall convene within one month a meeting where the Board of Directors shall elect new officers.

11.8.2 Where the office of Vice-Chair, Secretary or Treasurer is vacated, or the Vice-Chair, Secretary or Treasurer is unable to fulfill the duties of the position, for a period of more than two months, the Chair shall convene within one month a meeting at which the Board of Directors shall elect new officers or appoint a new Secretary or Treasurer, as the case may be.

12. General / Miscellaneous

12.1 The Board may from time to time create standing or ad hoc committees to further the purpose and activities of FOPL. The membership of such committees may include representatives of Members or other persons. Committee members will hold their offices at the will of the Board. The duties of such committees shall be established by the Board. Such committees may create their own procedures and policies, providing the procedures and policies are consistent with these By-laws and the purpose of FOPL.

12.2 The Board may from time to time create, amend, and dissolve policies and procedures consistent with this By-law and the purpose and objectives of FOPL.

12.3 The Board shall advise the Members at least quarterly of current events and developments pertinent to the operations of FOPL and the Board.

12.4 Execution of Documents: Contracts or other documents requiring the signature or approval of FOPL shall be signed by any two officers or Directors, or by any one officer together

with any one Director. All contracts or documents so signed shall be binding on FOPL without any further authorization or formality. The Directors shall have power from time to time by resolution to appoint an officer or officers on behalf of FOPL to sign specific contracts or other documents. The Directors may give FOPL's power of attorney to any registered dealer in securities for the purposes of the transferring of and dealing with any stocks, bonds, and other securities of FOPL. The seal of FOPL, if any, may be affixed to such contracts or documents, if required.

13. Notices

13.1 Notice to any Member, Director, officer or auditor of FOPL for any meeting of the Board or any committee or the Members, shall be sufficiently given if sent to the last address of the Member, Director, committee member, officer or auditor recorded on the books of FOPL by delivery, or by prepaid ordinary mail, or, if prior written consent has been given by the intended recipient, by means of facsimile, electronic mail or other method of transmitted or recorded communication. A notice so mailed shall be deemed to have been given when deposited in a post office or public letter box; and a notice sent by any means of transmitted or recorded communication shall be deemed to have been given when it is transmitted by FOPL directly or when it is delivered to the appropriate communication company or agency or its representative for dispatch. No error or omission in giving notice of a meeting of the Board or any committee or the annual or general meeting or any adjourned meeting, whether annual or general, of the Members of FOPL shall invalidate such meeting or make void any proceedings taken thereat and any person entitled to receive such notice may at any time waive notice of any such meeting and ratify, approve and confirm any or all proceedings taken or had thereat. Notice of each Members' meeting must remind the Member that it has the right to vote by proxy.

14. Amendment

14.1 This By-law may only be amended by a two-thirds majority of those Members present and voting at a properly convened general or special meeting of FOPL. The motion must be preceded by adequate notice.

14.2 Notice to amend this By-law must be served on the Board by a mover and a seconder of members in good standing at least 30 days prior to the Annual General Meeting. The Board shall advise Members of the motion. This section shall be read so as to conform to the requirements of section 9.2 and its subsections.

14.3 Notwithstanding the provisions of section 16.2, the Board or any Members in good standing may serve notice of a By-law amendment at any general meeting. In order for the proposed motion to amend the By-law to be properly considered by the assembly, however, the motion to consider must be adopted by a two-thirds majority of those Members present and voting. If the motion to consider is successful, the motion shall be considered if possible before the conclusion of the session, and in any event before the conclusion of the meeting.

14.4 Amendments to the By-law take effect upon the conclusion of the Meeting at which they are adopted, unless otherwise specified.

14.5 For greater clarity, amendments shall be understood to encompass additions, deletions or any other alteration.

15. Deposit of Securities for Safekeeping

15.1 The securities of FOPL shall be deposited for safekeeping with one or more bankers, trust companies or other financial institutions to be selected by the Board. Any and all securities so deposited may be withdrawn, from time to time, only on the written order of FOPL signed by such officer or officers, agent or agents of FOPL, and in such manner, as shall from time to time be determined by resolution of the Board and such authority may be general or confined to specific instances. The institutions which may be so selected as custodians of the Board shall be fully protected in acting in accordance with the directions of the Board and shall in no event be liable for the due application of the securities so withdrawn from deposit or the proceeds thereof.

16. Effective Date

This by-law shall replace the amended By-law No. 1 adopted on the 2nd day of February, 2011 and shall be deemed to have come into effect on June 10, 2022.

Passed at a meeting of the members of FOPL held on the June 10, 2022.

Chair

Secretary

APPENDIX “A”

RULES AND ORDER OF BUSINESS

The rules and order of business governing Members’ meetings shall be:

- A.1 The Chair of the Board, or a Vice-Chair of the Board (in the absence of or at the request of the Chair of the Board), shall take the chair at the time specified, at all regular and special meetings. In the absence of both the Chair of the Board or her designated representative, a Chairperson shall be chosen by the Board.
- A.2 No question of a sectarian character shall be discussed.
- A.3 When a delegate wishes to speak she shall first seek recognition from the Chairperson. When recognized by the Chairperson, the delegate shall give her name and the caucus or group she represents and shall confine all remarks to the question at issue.
- A.4 Speeches shall be limited to three minutes except in moving a motion when the delegates shall be allowed five minutes.
- A.5 A delegate shall not speak more than once upon a subject until all who wish to speak have had an opportunity to do so.
- A.6 A delegate shall not interrupt another except it be to call to a point of order.
- A.7 If a delegate be called to order shall, the delegate shall, at the request of the Chairperson, be seated until the question of order has been decided.
- A.8 Should a delegate persist in unparliamentary conduct, the Chairperson will be compelled to name them and submit her conduct to the judgement of the Meeting. In such cases the delegate whose conduct is in question should explain and then withdraw, and the meeting will determine what course to pursue.
- A.9 When a question is put, the Chairperson after announcing the question shall ask: “Are you ready for the question?” If no delegate wishes to speak, the question shall then be put.
- A.10 Questions may be decided by a show of hands or a standing vote on the basis of one vote per delegate. A roll call vote may be demanded by two-thirds of the delegates present. In a roll call vote each delegate shall be entitled to one vote.
- A.11 Two delegates may appeal the decision of the Chair. The Chair shall put the question thus: “Shall the decision of the chair be sustained?” The question shall not be debatable except that the Chairperson may make an explanation of the decision taken.
- A.12 The Chairperson shall have the same rights as other delegates to vote on any question.

- A.13 When the previous question is moved, no discussion or amendment to either motion is permitted. If the majority vote that “the question be now put”, the original motion must put without debate. If the motion to put the question is defeated, discussion will continue on the original motion.
- A.14 Committees may combine resolutions or prepare a composite to cover the intent of the question at issue. Reports of Committees are not subject to amendment, except such as acceptable to the Committee, but a motion to refer back to the Committee for reconsideration shall be in order.
- A.15 A delegate shall not move a motion to refer back after having spoken on the question at issue.
- A.16 A motion to refer back is not debatable and when properly seconded the question shall be immediately put to the meeting.
- A.17 If the report of a Committee is adopted, it becomes the decision of the meeting. If defeated it may be referred back to the Committee for reconsideration.
- A.18 When a motion is pending before the meeting, no motion shall be in order except motions of referral, of adjournment, of the previous question, or of postponement for a definite time. If any of the foregoing motions is negated, it cannot be renewed until after an intermediate proceeding.
- A.19 A motion may be reconsidered, provided the mover of the motion to reconsider voted with the majority, and notice of motion is given consideration at the next meeting, and said notice of motion is supported by two-thirds of the delegates qualified to vote.