

**REGINA PUBLIC LIBRARY
BOARD OF DIRECTORS
March 24, 2020, 4:30 p.m.
Central Library Boardroom**

Present:

S. Quinlan, Chair
J. Barber, Secretary to the Board

Present (via teleconference):

B. March-Burwell, Vice Chair
Councillor S. Bryce
M. Gavigan
S. Grebinski
C. Kobayashi
P. Lerat
J. Oni

Regrets:

Mayor M. Fougere

Also in Attendance:

K. Saunderson, Senior Manager, Corporate Services
J. Niedermayer

Also in Attendance (via teleconference):

J. McKenna, Deputy Library Director
G. Kruger, Head, Finance and Administration
C. Hawkesford, Manager, MAC
C. Veresh, MNP
K. Horwath, MNP
T. Playter, Fraser Strategy

MINUTES

1. Call to Order

Due to the COVID-19 pandemic, the 2m physical distancing requirement prevented physical attendance by all board members. Most Board members and guests participated via Skype on their computers or their phones.

As this was a public meeting, arrangements were made for the public to have an audio feed, which was advertised on the RPL website. The feed to the public was terminated before the Board moved into the In Camera session.

Board members who wished to speak or ask questions were asked to identify themselves for the rest of the participants.

The Chair called the meeting to order at 4:45.

2. Adoption of Agenda

S. Bryce moved to approve the meeting agenda. CARRIED.

3. Conflict of Interests

One conflict of interests was declared. Due to her ongoing relationship with Praxis Consulting, M. Gavigan did not engage in the discussion about the Strategy Map Review (see 8[a]).

4. Approval of Previous Meeting Minutes

- a. C. Kobayashi moved to approve the minutes of the Annual General Meeting of January 28, 2020. CARRIED.
- b. J. Oni moved to approve the minutes of the January 28, 2020 Board meeting. CARRIED.

5. Audit Committee

- a. 2019 Audited Financial Statements

- i) Financial Statements

B. March-Burwell, Chair of the Audit Committee, thanked MNP for the preparation of the Audited Financial Statements. C. Veresh of MNP walked the Board through the 2019 consolidated financial statements. MNP was prepared.

C. Veresh brought the Board's attention to Note 14 of the 2019 Audited Financial Statements, which is an additional note entitled "Subsequent Events". It is the obligation of the auditor to ask the Board if there were any subsequent events after completion of the audit and up to the date in which the statements are presented to the Board for approval. The COVID-19 pandemic was added as Note 14 where MNP makes the reader aware that they are unsure of the impact on Regina Public Library or on its financial statements. The COVID-19 pandemic is a significant event and it is anticipated that there will be an impact in 2020.

- ii) Audit Findings

C. Veresh presented MNP's Audit Findings Report for 2019. MNP was prepared to issue their auditor's report as a clean audit. There were no deviations from the audit service plan. There were no known instances of fraud or suspected fraud brought to the auditor's attention. No instances of non-compliance were reported and no deficiencies that came to the auditor's attention. The Board Chair and Committee Chair thanked MNP for their work.

B. March-Burwell moved to approve the 2019 Audited Financial Statements. CARRIED.

- iii) Variance Report

B. March-Burwell introduced the Variance Report for Board consideration.

- iv) Management Discussion and Analysis (MD&A)

B. March-Burwell introduced the Management Discussion and Analysis (MD&A) report for Board consideration. Board members have seen this report over the past couple of years and it is continually being improved.

G. Kruger and C. Hawkesford were responsible for setting up the framework of the MD&A for the managers to compile its contents. The report has been set up in a framework of the pillars of RPL's mission to build an MD&A.

The MD&A attempts to talk about the year in the context of RPL's mission and information is continually added to the discussion and analysis, how it relates to RPL's future, and how some of the things RPL experiences in any given year might change the way we approach future years (e.g., e-Book market). The MD&A is to be regarded as an evolutionary document that will improve year after year.

v) Public Accounts

B. March-Burwell introduced the Public Accounts.

b. Summary of Insurance

Coverage has not changed over the past couple of years. There were no questions or discussion.

c. Risk Register

The risk register is a new exercise led by G. Kruger and based on work completed with KPMG. The Board was provided with a chart of the top-rated risks that Library Administration will convert into a matrix and a heat map. Risks are weighed and rated in terms of whether they are well managed, whether they are in the cautious zone and need attention, or whether they are in a red zone and need a lot of attention and more resources committed to mitigate the impact of the risk.

As a public library, the identified risks are quite standard, primarily operational risks that, in our environment, have a particular quality. Efforts are being made to keep the risks straight forward and simple and use the descriptor as the way to talk about how each risk manifests itself in the library. Moving forward to the next step, managers will be assigned risks to provide an overview of each risk and how it manifests within RPL, propose mitigation strategies for the risk, monitor, and report.

Discussion:

- When the managers identify a risk mitigation strategy, the Board will see the outcome? The risk register falls under the mandate of the Audit Committee and the first reporting target was to be their June meeting.
- Most of the risks listed in the Board package are operational in nature and a couple are related to governance and Board level risks. It will be the decision of the Audit Committee how they want to approach those items.
- The operational risks would normally be provided to the Board for information and comment.
- The meeting in June is still the target, with the caveat that the library is in pandemic response mode.

d. Financial Statements

B. March-Burwell moved to approve the interim financial statements to February 29, 2020. CARRIED.

6. Manager Presentation

At the previous Board meeting, a number of members requested more information about processes around the Permanent Art Collection and the Art Rental Program. J. Matotek provided a brief update on the maintenance of RPL's permanent art collection as well as the rental programs.

S. Quinlan moved that the Board receive and file the Dunlop Art Gallery's presentation and thank J. Matotek for her service to RPL. The Board appreciates the work of Ms. Matotek with the Dunlop, as well as her work to rejuvenate the Film Theatre. CARRIED.

7. Information Items

a. Macmillan Announcement

One of the most challenging licensing issues in the public library e-book market was implemented by Macmillan in their embargo of sales of new e-books to libraries.

In mid-March, Macmillan announced that it was scrapping its embargo and reducing some of its book pricing. RPL has participated at different points in the campaign for fair e-book pricing. In support of that work, Mayor Fougere has signed the *Statement on Equitable Public Access to E-books*, an effort organized by the Urban Libraries Council in the US and the Canadian Urban Libraries Council.

b. Public Library System Year in Review – 2018

Each year, the Provincial Library and Literacy Office compiles a summary of library data from the province's 11 public library systems. It is in partial fulfillment of the legislated requirement of public library systems to provide information at the request of the Minister. The coordination, compilation, and confirmation of the data typically takes time and the report for 2018 has recently been released.

c. Resource Sharing Grant from the Province

The resource sharing grant letter has been received from the Province outlining the 2020-21 budget allocations in support of public libraries. The resource sharing grant for RPL will increase by 1% (approximately \$6K to a total of approximately \$612K). Support for other services like CommunityNet, SILS, Interlibrary Loans, and materials for those with print disabilities remain the same as previous years.

d. Referred Correspondence

e. Action Item Updates

f. Chair's Report

S. Quinlan moved to receive and file the Information Items. CARRIED.

8. Discussion and Decision Items

a. Governance Committee

i) Strategy Map Review

M. Gavigan did not engage in the discussion as it related to Praxis Consulting, due to a conflict of interests.

The Governance Committee met on February 19th and discussed the review of the Board's Strategy Map. The initial Map was constructed by the Board in 2016-17 and was facilitated by Val Sluth of Praxis Consulting.

In order to maintain continuity in the process and recognizing that Ms. Sluth will bring expertise and insight from the Map's first iteration, C. Kobayashi moved, on the recommendation of the Governance Committee, that RPL engage Val Sluth of Praxis Consulting to undertake a review of RPL's Strategy Map with the Board. CARRIED.

b. HR Committee

i) CEO Annual Plan and 2020 CEO Evaluation Consulting Services

The HR Committee met with Board members on February 20th to review the results of the 2019 annual planning document and, as a result, has provided guidance on a new template to be used for 2020. The 2020 Annual Plan document is attached and shows each initiative of the Strategy Map along with the name of the Executive Leadership Team member who will lead the work, the main initiatives for 2020, and the reporting plan for the Board (some items will be for information, and some for decision). This is a first run through the new format for the plan and it will need some polish but it gives a good overview of the year. The plan under the new template will be reviewed by the HR Committee.

M. Gavigan moved that, on the recommendation of the HR Committee, the RPL Board engage Tanka Research Group to conduct the 2020 CEO Evaluation process. CARRIED.

c. RPL COVID-19 Response Update

The announcement of the closure of RPL locations to the public was made in conjunction with the City's announcement on Monday, March 16th and all branches of RPL closed to the public that evening by 9:00 pm.

Almost all staff reported to work on Tuesday and Wednesday. Many front-line staff were engaged in tidying public areas, processing returned materials and SILS bins, and clearing all staff areas and public areas of any encumbrances to ensure that there were no fire or trip hazards. Library Administration met and individual managers were charged with investigating options for possible projects and services that might be offered during the period of closure to the public.

As Board members are aware, the situation throughout the city and the province became more serious very quickly and by Wednesday morning, Library Administration was preparing to close the Library to staff as well.

RPL staff were sent home at the end of the day Wednesday with instructions to stay home. Depending upon the staff member's position and job duties, they may have been designated as eligible to telework. As of Thursday, 58 staff members were either equipped to telework or were being set up to telework. The length of the closure of the Library, and many other services in the city, is uncertain. Library Administration will re-assess the week of April 6th.

S. Quinlan moved that the Board approve the closure of the Library to the public effective at the end of the day on Monday, March 16th for an as yet undetermined period of time. CARRIED.

S. Quinlan moved that the Board continue to provide pay to staff, based on already scheduled hours, and continue to monitor changes and re-evaluate. CARRIED.

9. Calendar of Events

A number of events have been cancelled due to the COVID-19 pandemic and social distancing requirements.

10. In Camera Session

S. Quinlan moved to begin the In Camera session of the Board meeting. CARRIED.

The audio feed to the public was cancelled.

S. Quinlan moved that the In Camera session be adjourned and the Board return to the public Board meeting. CARRIED.

11. Adjournment

S. Quinlan moved to adjourn the Board meeting. CARRIED.

Board Chair

Secretary to the Board