

Resolutions of the Board of Directors – 2009

2009/01 (via conference call)

February 13, 2009 – Resolved that LibraryCo go back to Goodmans LLP for clarification of LibraryCo’s corporate structure.

2009/02

February 13, 2009 – Resolved that the Board determine, by examining the AdvoCat catalogue or through a survey, which law report series are still being purchased and retained by the regional libraries.

2009/03

February 13, 2009 – Resolved that M. Foote investigate the cost of hiring a consultant to conduct a survey of library staff salaries using LSUC and other resources and provide this information to the Board of Directors prior to the May meeting.

2009/04

February 13, 2009 – Resolved that Library adopt the Business Plan.

2009/05

May 13, 2009 – Resolved that:

1. The annual meeting (the “Meeting”) of the shareholders of the Corporation shall be held at Osgoode Hall, Toronto, Ontario, on Wednesday, May 13, 2009 at 1:30 o’clock.
2. A notice of meeting (the “Notice”) with respect to the Meeting, in the form attached as Schedule “A” hereto, shall be sent to the shareholders of the Corporation as at the close of business on May 5, 2009.
3. The Board General Manager of the Corporation is hereby authorized and directed to execute the Notice and to do all things necessary or desirable in connection with the foregoing.

2009/06

May 13, 2009 (AGM) – Resolved that the following persons are appointed directors of LibraryCo Inc. for the ensuing year: David Thompson, CDLPA, Bruce Hutchison, TLA, Carol Hartman, Law Society of Upper Canada, Paul Henderson, Law Society of Upper Canada, Michael Johnston, CDLPA, Susan McGrath, Law Society of Upper Canada, Lise Parent, CDLPA, Gerald Swaye, Q.C., Law Society of Upper Canada

2009/07

May 13, 2009 (post AGM meeting) – Resolved that the following persons be appointed to the office or offices set forth opposite their respective names for the ensuing year or until their respective successors are appointed to serve at the pleasure of the directors:

Name	Office
David Thompson	Chair
Bruce Hutchison	Vice Chair
Martha Foote	Secretary/Board General Manager
Wendy Tysall	Chief Financial Officer

2009/08 (by conference call)

August 28, 2009 – Resolved that LibraryCo approve the LibraryCo Q2 financial statements as presented.

2009/09 (by conference call)

August 28, 2009 – Resolved that LibraryCo’s 2010 budget be accepted as amended.

2009/10

September 11, 2009 – Resolved that LibraryCo adopt the employment contract as a model employment contract for new hires subject to the revisions requested by C. Hartman and to make it available to the associations.

2009/11

September 11, 2009 – Resolved that LibraryCo accept M. Foote’s recommendations that bar coding is not worth pursuing for all the associations.

2009/12

September 11, 2009 – Resolved that LibraryCo M. Foote’s recommendations and proceed with digitization to a maximum of \$20,000 depending on outside funding.

2009/13

December 11, 2009 – Resolved that LibraryCo approve the Q3 financial statements.

2009/14

December 11, 2009 – Resolved that LibraryCo work with LexisNexis Quicklaw on a joint press release subject to approval by LibraryCo.

2009/15

December 11, 2009 – Resolved that LibraryCo provide a summary of licence terms for the electronic products to the associations.

2009/16

December 11, 2009 – Resolved that LibraryCo release the full compensation report to the CDLPA presidents and the president of TLA in their capacity as employers.

2009/17

December 11, 2009 – Resolved that LibraryCo continue its policy on budget carry-overs.