



Position Description: Board Secretary

Position Title: Secretary, Board of Directors

Location: Calgary (with options for remote participation)

Type: Volunteer

Term: 3 years, renewable

Time Commitment: 10 hours per month (board meetings, executive committee meeting and secretarial duties as described below)

Accountability

The board secretary is an executive member of the board of directors of the Society and is to be appointed in a manner consistent with the bylaws. This role is accountable to the Board and, like other members of the board, has no authority to direct staff.

Role

The Secretary is responsible for the stewardship of the governance records of the Society and for consistency and transparency in the board's practices.

Responsibilities

This role will work closely with the Chair of the Board and the Executive Director in the planning of board of directors and Society meetings. The secretary of the board shall be responsible for the following:

Primary Duties:

- The creation and timely distribution of agenda for Board meetings and Society membership meetings (e.g. annual general meeting)
- The accurate recording and distribution of the minutes of Board of Directors meetings¹
- The minutes should reflect that the format and level of detail that the Board has determined
- The creation and maintenance of an up-to-date board planning calendar outlining matters to be on the board's agenda over the course of a year²
- Maintenance of a full contact list of board members including board member appointment dates, term of appointments and board member bios³
- In the event that the Secretary is unable to attend a meeting where minutes or notes are to be taken, it is the secretary's responsibility to find an alternate.

¹ The minute-taking responsibilities might extend to Executive Committee meetings if such a committee exists although notes of executive committee meetings may be less detailed than board minutes unless the board meets quarterly.

² A board calendar is a month-by-month plan indicating the items that are to be on the board's meeting agendas at different times throughout the year (e.g. approval of budget, report on board recruitment, AGM, etc.) as well as key events that board members are expected to attend

³ Short board member bios provide important information for the board and may be posted on the organization's website if board members agree.

Secondary Duties

- The updating, maintaining and safe storage of the Society's Minute Book and other legal documents ⁴
- Oversight of the Society's incorporation and charitable registration status and the facilitation of all annual filings of required reports and information
- The maintenance of a file or manual of governance policies and a systematic schedule for their review as determined by the board
- The maintenance of an up-to-date list of members of the Society
- The management of external correspondence and ensuring that requests made of the Board of Directors, or relevant to the governance of the Society, is reported and responded to in a timely manner
- The accurate recording and distribution of the minutes of the Society's Annual General Meeting is managed appropriately. In the event of a change of Secretary at an AGM, the incoming secretary will assume the responsibilities of the office at the first Directors' meeting following their election or appointment

Qualifications

The secretary ought to have:

- A commitment to, and a clear understanding of the mission of the organization
- Knowledge of the meeting procedures, decision-making rules, governance policies and the bylaws of the Society
- An adequate level of writing proficiency and access to a computer for word processing purposes
- Familiarity with cloud based file sharing services for easy distribution of documents (eg Google Drive)

Evaluation

The effectiveness of the secretary's role, conduct and position description may be evaluated as part of the evaluation of the board itself.

⁴ This would include incorporation documents, by-laws, insurance policies and important contracts. ⁶ Not all non-profit organizations have formal membership. Those who do, especially ones that require the payment of an annual membership fee, generally have processes in place maintained by staff for membership tracking, renewal and communication