



# Canadian Institute for Procurement and Materiel Management Institut canadien d'approvisionnement et de gestion du matériel

## **Position Description Corporate Secretary**

The Corporate Secretary is a non-voting member of the Board of Directors and a nonvoting member of the Executive Committee. The Corporate Secretary ensures that appropriate procedures are in place for the Corporation management.

### Responsibilities:

- Reports to the Board.
- Participates as a non-voting member of the Board of Director and executive Committee.
- Participates in Board meetings and Committee meetings.
- Keeps the President and Board members apprised of important issues.
- Maintains records of the Board and ensures effective management of the Corporation's records.
- Gives or causes to be given, as and when instructed, notices to members, Directors and members of Committees.
- Assists with putting into effect the policies of the Board of Directors.
- Stays familiar with legal documents (articles, by-laws, etc.).
- Assists with the management of the Corporation's governance structure.
- Gathers and distributes pertinent documents for Board and Committee meetings.
- Produces and distribute Board action items and minutes.
- Maintains a filing system, including a Minute Book comprised of incorporation papers, by-laws, audited financial statements, minutes from Annual General Meetings and Board Meetings, policies, agreements and contracts, and keeper of the Seal.
- Works with applicable team in achieving objectives of the Committee.
- Ensures annual filing of incorporation documents and submits by-law amendments for approval to appropriate bodies.