



**BOARD OF DIRECTORS  
Duties & Responsibilities  
September 2011**

**1.0 TITLE: HONORARY SECRETARY**

**2.0 SUMMARY**

As the Honorary Secretary (Hon Secy), the incumbent is an Officer of BYC (*By-law 8*). The Hon Secy is responsible to perform or cause to be performed all secretarial functions for the board. (*By-law 8.6*) The Hon Secy's Duties and Responsibilities are subject to the BYC By-law, Regulations, Policies and Procedures, priorities and directions as determined by the Board.

**3.0 BOARD DUTIES AND RESPONSIBILITIES**

**3.1 Governance**

As an Officer, the incumbent is responsible to:

- (a) exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances;
- (b) act honestly and in good faith with a view to the best interests of BYC (*By-law 9.6*);
- (c) discharge a fiduciary responsibility (*By-law 9.6*);
- (d) ensure the confidentiality of information;
- (e) participate in monthly and special Board meetings, prepares for meetings by reading materials, and submitting any motions and supporting materials in accordance with current Board policy and procedures;
- (f) remains current with BYC By-law, Regulations, Policies and Procedures;
- (g) contribute to the formulation of BYC's By-law, Regulations, Policies and Procedures, plans, and programs;
- (h) keep the Board advised on the implementation of BYC priorities;
- (i) facilitate Board decision-making through the provision of timely and accurate research, statistics, reports and expert advice;
- (j) ensure that Board decisions are implemented in a timely fashion;
- (k) adhere to Board decisions once taken;
- (l) undertake special projects as agreed upon with the Board;
- (m) work with the Board on the development of strategic direction, short and long-range plans and measurable goals; and
- (n) promote the integration of services and co-operation between the various Board portfolios.

**3.2 Administration and Financial Management**

As an Officer, the incumbent is responsible to:

- (a) provide input on the development of the annual BYC budget and other financial documents;

- (b) contribute to the formulation, development and submission of funding proposals to various funding bodies; and
- (c) recommend financial policies and procedures.
- (d) provide input on the development of the annual BYC budget and other financial documents;

### **3.3 Human Resources Management**

As an Officer, the incumbent is responsible to:

- (a) provide overall leadership and management to BYC; and
- (b) contribute to the development of Human Resources policies and procedures.

### **3.4 Community Liaison**

As an Officer, the incumbent is responsible to:

- (a) contribute to the public relations strategy to keep the broader community informed about the programs and services offered by BYC; and
- (b) aid in member recruitment.

## **4.0 PORTFOLIO DUTIES AND RESPONSIBILITIES**

### **4.1 Operations**

As the Hon Secy, the incumbent is responsible to:

- (a) keep or cause to be kept at the Head Office of BYC, copies of:
  - (1) Letters Patent (*By-law 8.6*),
  - (2) By-law, Resolutions (*By-law 8.6*),
  - (3) Regulations (*By-law 8.6*),
  - (4) Board Policies and Procedures,
  - (5) minutes of meetings (*By-law 8.6*),
  - (6) a Register of Members (*By-law 8.6*),
  - (7) a Register of Officers (*By-law 8.6*), and
  - (8) a Register of Directors; (*By-law 8.6*)
- (b) give all notices required to be given to the members, officers and directors, and others; (*By-law 8.6*)
- (c) be the custodian of:
  - (1) the corporate seal of BYC, and
  - (2) all books, papers, records, correspondence and documents; (*By-law 8.6*)
- (d) ensure that all necessary books and records of BYC required by the by-laws of BYC or any applicable statute are regularly and properly kept; (*By-law 15.1*)
- (e) review and confirm annually, that the BYC Policies and Procedures including Board of Directors Duties and Responsibilities. Draft and submit amendments to the Board for approval;
- (e) receive nominations of Officers and Directors (*By-law 9.3.1. and 9.3.2*);

- (f) post the slate of nominees at least sixty (60) days prior to the meeting at which the Officers and Directors are to be elected by the members (*By-law 12.2.1*);
- (g) prepare or have prepared and deliver to the voting membership notice of the date, time and place, and agenda of the Annual General Meeting or any Special General Meeting of voting members at least 15 days before the date of the general meeting (*By-law 11.6*);
- (h) prepare or have prepared and deliver to the membership with the notice of the annual general meeting, a brief biographical sketch of each nominee for the Board (*By-law 12.2.2*);
- (i) record or cause to be recorded, all minutes of Annual General or Special Meetings of the voting members, and meetings of the Board;
- (j) receive and process nominations for awarding the Commodore's Award (*Regulation 2.9*);
- (k) receive and process nominations for awarding an Honorary Life Membership (*By-law 7.3(a)*);
- (l) furnish membership application when requested (*By-law 7.1*);
- (m) maintain the list of Reciprocal Agreements;
- (n) sign all documents requiring the Hon Secy's signature; (*By-law 16.1*)
- (o) perform the duties prescribed from time to time by the board or incident to the office of the Hon Secy (*By-law 8.6.1*).

#### **4.2 Financial Management**

As the Hon Secy, the incumbent:

- (a) provide input on the development of annual Hon Secy budget;
- (b) implement the Hon Secy Budget with the assistance as required, of the Honorary Treasurer and the General Manager;
- (c) assist in the negotiation of contracts as needed;
- (d) ensure that all contract responsibilities and obligations are fulfilled; and
- (e) oversee the effective evaluation of programs.

#### **4.3 Human Resources Management**

As the Hon Secy, the incumbent is responsible to provide input to the annual personnel performance evaluation of the General Manager as requested by the Commodore.

#### **4.4 Member Liaison**

As the Hon Secy, the incumbent is responsible to:

- (a) identify, assess, and review BYC member needs and resources;
- (b) prepare and submit information articles for publication in the Full & By; and
- (c) interpret BYC By-law, Regulations, Policy and Procedures to Club staff and members.

#### **4.5 Program / Service Development**

As the Hon Secy, the incumbent is responsible to provide support and advice to General Manager.

*(Approved: BOD 21 Sep 11: Item 4.5)*