Example position description

**Organisation:**

**Location:**

**Role:** Board Secretary

**Classification:** Volunteer

**Conditions:** Three year term in accordance with the Constitution

**Position objective**

The organisation’s principal governing body is the Board. The powers of the Board are detailed in the constitution.

The Board operates as a Board of Governance, at a strategic level, with operational management being the responsibility of the CEO.

All Board Members are required to comply with legal duties\*, relevant legislation, financial requirements, regulations, standards, codes and the organisation policies and procedures.

\*Legal Duties include:

1. the duty to act in good faith in the best interests of the organisation and for a proper purpose
2. the duty to act with reasonable care, skill and diligence
3. the duty not to misuse information or position
4. the duty to disclose and manage conflicts of interest

For more information, visit: [Non-profit Board Member Responsibilities | Not-for-profit Law (nfplaw.org.au)](https://www.nfplaw.org.au/free-resources/who-runs-the-organisation/responsibilities-of-the-board-and-committee-members)

**Position description**

The Secretary:

* Consults with the President and CEO to convene meetings as required by the constitution and set meeting agendas.
* Conducts the correspondence of the Board.
* Records accurate minutes of meetings including motions and the reasons for decisions.
* Monitor records of Board resolutions and completions of actions arising from meetings.
* Maintains an action register.
* Prepares, reads, and ensures minutes of all meetings and correspondence are provided to the CEO for filing.
* Keeps attendance of Board Members at each meeting.
* Distributes in a timely manner minutes, administration documents and other correspondence as deemed necessary by the Executive and the Board.
* Supports the activities of the organisation in accordance with the constitution, policies, and procedures to achieve its stated objectives.
* Supports the President to conduct regular meetings using formal meeting procedures to ensure there is effective participation and decision making so that objectives can be achieved, and the will of the majority ascertained.
* Liaises with the Executive and Board to ensure all business of the organisation is carried out in accordance with the organisation’s constitution, policies and procedures, strategic plan, and annual plan.
* Develops an effective working relationship with all Board Members and the CEO.
* Works with the Board to conduct the annual performance appraisal for the CEO.
* Works with the Board in the approval of budgets and business plans for good governance.
* Works with the Board in the creation, renewal and approval of the constitution, new policies, and procedures for good governance.
* Uses annual policy review schedule to ensure the organisation policies, procedures and plans are upheld and updated accordingly.
* Works with the Board in the creation, review, and approval of position descriptions for the board and CEO.
* Works with the Board to ensure planning and budgeting for the future is carried out in a financially responsible manner and in accordance with the wishes of the members.

**Volunteer responsibilities and expectations**

The Board represents the organisation. A Board Member’s conduct whilst performing this role will reflect upon the reputation of the organisation. Board Members are expected to follow organisational policies and procedures, including the code of conduct.

Board Members are expected to attend scheduled Board Meetings and come prepared by reading all board papers and information provided ahead of the meeting.

**The procedure to fill board vacancies is as follows:**

The Secretary must be a member of the Board who is voted in at the AGM.

**Qualifications, knowledge and skills**

* Knowledge of the organisation.
* Well-developed governance skills.
* Understanding of processes of working with not for profit organisations.
* Knowledge and experience in human resources.
* Competency of information communication technology (ICT).
* Well-developed leadership skills.
* Well-developed written, oral, and interpersonal skills with the ability to communicate effectively with a wide range of people.
* Ability to be self-motivated, positive, enthusiastic, and highly organised.
* Ability to work within the organisation policies and procedures.
* Demonstrated ability to respond appropriately to the changing needs of an organisation.