

Board Secretary

Role Description and Key Accountabilities

Purpose of Position

ASCEPT is required by law and by custom to maintain certain records for several purposes, including:

- accurate recollection of decisions;
- determination of eligibility to vote;
- continuity of policies and practices; and
- accountability of directors and officers.

The Board Secretary, together with the Executive Officer, is responsible for ensuring that accurate and sufficient documentation exists to meet legal requirements and to enable authorised persons to determine when, how and by whom the board's business was conducted.

The Board Secretary, together with the Executive Officer and President is responsible for organising the Annual General Meeting (AGM) of the members and any special members meetings that may be needed during the year.

The Board Secretary, together with the Executive Officer must ensure (1) attendance and all decisions are accurately recorded in the minutes; (2) determine eligibility to vote; (3) ensure all by-laws and policies are followed in meetings. All minutes should be recorded in a way to help absent directors and members understand the issues discussed and decisions made, which includes a summary of discussions, rationale for decisions, name of who participated in discussions, meeting attendance and note any declared conflicts of interest.

Accountability

The Board Secretary is accountable to the Members as specified in the Constitution. Certain duties of the Board Secretary may be delegated to the Executive Officer, Board members

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and/or committees as appropriate; however, the accountability for them remains with the Board Secretary.

Specific Duties

Minutes

The Board Secretary is responsible for ensuring that accurate minutes of meetings are taken by the Executive Officer and approved. Requirements of minutes may vary with the jurisdiction but should include at a minimum:

- date, time, location of meeting;
- list of those present and absent;
- list of items discussed;
- list of reports presented;
- text of motions presented and description of their disposition.

Custodian of records

The Board Secretary works with the Executive Officer to ensure that the records of the organisation are maintained as required by law and made available when required by authorised persons. These records may include founding documents, (eg. letters patent, articles of incorporation), lists of directors, board and committee meeting minutes financial reports and other official records.

Membership Records

The Board Secretary works with the Executive Officer to ensure that official records are maintained of members of the organisation and Board. He/she ensures that these records are available when required for reports, elections, referenda, other votes, etc.

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Communication

The Board Secretary ensures that proper notification is given of directors' and members' meetings as specified in the Constitution. The Board Secretary manages the general correspondence of the Board of Directors except for such correspondence assigned to others.

Meetings

The Board Secretary participates in Board meetings as a voting member. The Board Secretary provides items for the agenda as appropriate. In the absence of the President the Board Secretary calls the meeting to order, presiding until a temporary chairperson is elected.

The Board Secretary works closely with the Executive Officer on delivering the above responsibilities. While the Executive Officer may be delegated tasks that support the Board Secretary's role, as an elected member of the ASCEPT Board, the Board Secretary is the responsible officer for their implementation.

Person specification:

- is focused and reliable
- is self-motivated and action oriented
- can handle conflicting interests and needs
- understands business compliance and ethical issues
- understands association management issues
- can motivate and manage people
- can keep people focused, and accountable
- can delegate and manage tasks/activities
- can work well with people from inside and outside the organisation
- is sufficiently detail-oriented to understand compliance and financial issues
- is adept at understanding and managing membership/associated business growth issues
- ideally has previous experience in committee/business management

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Essential Criteria

- strong interpersonal and communication skills both verbal and written
- strong organisational and administrative skills
- capacity to prepare minutes in accordance with current company act guidelines
- understanding of upholding governing documents
- understand business and association compliance issues/terminology
- knowledge and application of board/corporate governance issues

Desirable Criteria

- knowledge of legal compliance issues

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