



TITLE:	Position Description for the Allied Boards Secretary		
Manual/Policy#:	MRHA Boards of Directors # V-A-7	Entity:	AGH / CPDMH
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Previous Date Reviewed:	January 2020	Approved by:	Allied Boards of Directors
Date Reviewed	March 2023	Cross Reference(s):	

1. POLICY STATEMENT:

As part of its commitment to good governance for the Almonte General Hospital Corporation and the Carleton Place & District Memorial Hospital Corporation (“the Corporations”) the Allied Boards will establish, approve and periodically review a position description for Allied Boards Secretary (“the Secretary”) which will provide a clear explanation of what is expected of the position and serve as a benchmark against which the performance of the Secretary can be assessed.

2. SCOPE:

This policy is intended to supplement MRHA Common Administrative By-Laws No.1 (article 9 and Article 10) related to the Secretary. In the event of conflict between this policy and the by-law, the by-law provision will apply.

3. GUIDING PRINCIPLES:

N/A

4. DEFINITIONS:

N/A

5. PROCEDURE:

Role Statement

In accordance with MRHA Common Administrative By-laws Article 9.1, the Integrated Chief Executive Officer (CEO) will be the Secretary.

The Secretary works collaboratively with the Allied Boards Chair to support the Allied Boards in fulfilling its fiduciary responsibilities.

Responsibilities

Board Conduct:

- Support the Allied Boards Chair in maintaining a high standard for board conduct
- Adhere to and enforce by-laws and policies regarding Director conduct

Document Management:

- Keep a record of the names and addresses of Members of the Corporations

- Ensure the proper recording and maintenance of minutes of all meetings of the Corporations
- Have control of all minute books, documents, registers and the seal of the Corporations and ensure that the same are maintained as required by-law
- Attend to correspondence on behalf of the Allied Boards
- Ensure that all reports are prepared and filed as required by law or requested by the Allied Boards

Trust Instruments and Funds:

- Maintain copies of all testamentary documents and trust instruments by which benefits are conferred upon the Corporations
- At least semi-annually, provide an accounting to the Allied Boards concerning all funds held in trust by the Corporations

Meetings:

- Give such notice as required by the MRHA Common Administrative By-laws No.1 or by-law of all meetings of the Corporations, the Allied Boards and Allied Boards committees.
- Attend all meetings of the Corporations, the Allied Boards and Allied Boards committees, including in-camera sessions, except when excused by the Allied Boards Chair

Other:

- Perform such other duties as may be required of the Secretary of the Allied Boards

Delegation:

- As Secretary, the CEO may delegate the performance of a duty or duties assigned to the Secretary to the Integrated Executive Assistant to the CEO or any other person(s) as approved by the Allied Boards but retains responsibility for ensuring proper performance of such duties.
- Such delegation is understood to be mandatory when the Allied Boards is considering matters relating to the CEO

Skills, Attributes and Experience

In addition to the personal attributes required of all Directors of the Allied Boards, the Secretary will demonstrate the following skills, attributes and experience:

- Knowledge of law, regulation and policy concerning the Corporations, including legal compliance and reporting requirements
- Demonstrate the utmost corporate integrity
- Ability to communicate effectively

Term

The Secretary shall be appointed by the Allied Boards for the duration of their appointment as CEO.

6. REFERENCES:

Almonte General Hospital and Carleton Place & District Memorial Hospital Common Administrative By-Laws No. 1

Muskoka Algonquin Healthcare Role Description – Board Secretary, Policy GOV-5-220, last reviewed June 2012

Trillium Health Partners Position Description for the Secretary, Policy V-A-11, November 2013

Stevenson Memorial Hospital Position Description for the Board Secretary, Policy V-A-11, last reviewed April 2015

7. APPENDICES:

N/A

Evaluation

This policy will be reviewed every two years.