



FOOD FOR LIFE CANADA CHARITABLE CORPORATION

POLICY CATEGORY	BOARD GOVERNANCE
POLICY NUMBER	BG8
TITLE OF POLICY	BOARD SECRETARY
APPROVED BY	BOARD OF DIRECTORS
DATE OF APPROVAL	JULY 11 TH , 2012
REVISION DATE	NOVEMBER, 2015

As an Officer of the Corporation, the Secretary is responsible for the duties prescribed in the General By-Laws and the duties as outlined below:

- Ensure minute books and corporate records are kept up to date and complete, with signed copies of all meeting minutes (Board, Executive Committee and Members of the Corporation).
- Ensure Federally and Provincially required filings (non tax-specific) are completed annually.
- Ensure an accurate and complete list of all Members and Directors, together with their postal and email address, is maintained.
- Ensure we have on file written resignations for past Directors and members of the Corporation.
- When deemed necessary, ensure resolutions for meetings of members of the Corporation are reviewed for wording beforehand by legal counsel.
- ensure that proper notices of meetings of the Board and of members of the Corporation are provided
- Ensure all meetings of Directors and Members are called and held as required by the Letters Patent, the General By-Laws and the *Corporations Act* (Ontario).
- Ensure that minutes of meetings are prepared and circulated and that the details of the resolutions and decisions are in order so that proper account of them is taken by the Corporation.
- When necessary or appropriate, withhold from a Director any documentation relating to a material contract or transaction in which that Director has disclosed an interest.
- Perform such other functions as the Board Chair may reasonably specify from time to time.