

## Interesting Facts & Anecdotes

from your District Operations and Member Services Committee

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### Did you know?....

In this edition of DYK, we focus entirely on the board secretary position. Districts have to make a careful and deliberate decision of what role the secretary plays. Is the secretary a "note-taker" or scrivener, or file clerk, or just a "token" position without any real responsibilities? (For example, Oregon district law requires a chair and secretary, but does not really require the secretary to do anything).

Relegating the position to such pedestrian tasks voids the critical functions of a secretary as an officer with essential governance functions. A good umbrella description of a secretary's duties is "custodian of the records."

- This description implies the secretary ensures appropriate records are kept, filed or stored, retrieved only by authorized persons (such as for personnel records), are accessible to those having "the right" to review them, and are maintained or destroyed according to prescribed "retention policies" (usually defined in federal and state law).
- The custodian is thereby responsible to ensure policies, procedures, and job tasks are defined for properly generating and managing official district documents. These policies would include an annual calendar for filings, deadlines, and other document management.
- This "custodian" responsibility applies to all official records of the district: meeting minutes; correspondence; contracts and grants; "organizational documents" such as articles of incorporation; personnel records; lists of board members, associate directors, directors emeritus, employees, volunteers, associate directors, committees, etc.; award winners; financial records; policies; or any other records required by local, state, or federal laws.
- The secretary ensures accurate and sufficient documentation exists to meet legal requirements such as annual filings and to enable others to determine when, how, and by whom the district's business was conducted.
- The secretary is accountable to the district board. By vote of the board or as established in policy, certain duties of the secretary (such as actually taking meeting minutes) may be delegated to the district manager, other board members, employees, or volunteers; however, the accountability for them remains with the secretary.
- The secretary is responsible for ensuring accurate minutes of meetings are taken and approved. The secretary usually signs copies of final, approved minutes and ensures they are maintained in the district records. Most states require these minutes be held in perpetuity.
- The secretary ensures that an up-to-date copy of the district policies and procedures are maintained and available for regular use.
- The secretary ensures that proper notification is given of board and committee meetings as specified by law and/or policy. The secretary manages the general correspondence of the board except for such correspondence assigned to others. Thus the secretary is an active conduit for communication within the district and to the public.
- In the absence of the chair (and vice-chair, if the position exists), the secretary calls the meeting to order and presides until a temporary chairperson is elected.
- The secretary may be designated by the board as one of the signing officers for certain documents on behalf of the district, such as checks, correspondence, applications, reports, contracts or other documents.
- The secretary may be the registered agent – the person upon whom legal notice to the district is served – and responsible to ensure that documents necessary to maintain the district's legality are filed.

Making every Did You Know? statement be completely accurate for all states is impossible. The DO/MS Committee requests your understanding. We also invite you to find out what your state and local laws and policies say about any particular item.

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