

## **Board of Directors – Secretary**

### **Job Description**

**Last updated:** August 2023

### **About CPAWS-BC**

The Canadian Parks and Wilderness Society (CPAWS) is Canada's only charity dedicated to the protection of public land, freshwater and ocean with a strong national and regional presence across the country. Working in a way that respects the sovereignty and leadership of Indigenous nations, we are focused on conserving nature to respond to the dual crises of accelerated biodiversity loss and climate change.

With almost 60 years of success, we are Canada's leader in conservation and have played a lead role in protecting over half a million square kilometres – an area bigger than the entire Yukon Territory! Our vision is that at least half of land, freshwater and ocean in Canada is permanently protected to sustain nature and people for current and future generations.

The CPAWS British Columbia chapter (CPAWS-BC) works to protect wilderness in every corner of BC and deep into the ocean. We have been defending BC since 1978 and are dedicated to keeping BC's natural environment thriving forever. Nature is BC's best hope.

CPAWS-BC works on the unceded territories of Indigenous Peoples. We recognize that all people have the right to a healthy environment. Identity, culture, and survival are often deeply rooted in people's connection to the land and ocean. However, not all people have equal access to and decision-making powers over the use of land and ocean. As a conservation organization, we have the responsibility to uphold the values of justice, equity, diversity, and inclusion of marginalized voices and perspectives.

We, the staff and Board at CPAWS-BC, recognize that decolonization is an ongoing process that requires all of us to be actively involved and responsible. CPAWS-BC is committed to justice, equity, diversity, and inclusion within every aspect of our work to protect lands, inland waters, and ocean. We commit to be more inclusive, respectful, and honour Indigenous Peoples in all aspects of our work. CPAWS-BC's hiring practices give priority to Indigenous, Black, and racialized people and those who face systemic barriers to employment.

### **Position Summary:**

The CPAWS-BC Secretary is an executive member of the Board. The Secretary coordinates meetings, manages Board documents/portal, distributes key information to Board members, takes meeting minutes, action items, and supports the Board function efficiently.

**Average Time Commitment:** One 2-3 hour Board meeting per quarter, plus the time involved organizing Board meetings, as per the Key Roles of the Secretary. Additional meetings may be called if required. Secretaries are also expected to support the Board President in their Key Roles, which can take up approximately 1-5 additional hours a month.

**Our office is located on the unceded lands of the Coast Salish Peoples.**

### **General Board Member Role and Expectations:**

CPAWS-BC's Board is a governance Board, as opposed to an operational Board. That is, the organization's work is done by staff, not Board Members. The role of Board Members is to ensure that the organization stays true to our mission and meets our fiscal and legal requirements. All Board members are expected to:

1. Regularly attends all board meetings (approximately 5 per year) and important related meetings / events, where possible.
2. Makes a serious commitment to participate actively in Board work.
3. Volunteers for and willingly accepts assignments and completes them thoroughly and on time
4. Prepares themselves well for meetings, and reviews and comments on minutes and reports prior to meetings.
5. Gets to know other Board members and builds a collegial working relationship that contributes to consensus.
6. Participates in fundraising for the organization where appropriate, including making a personal financial contribution to CPAWS-BC at a level that is meaningful, no later than December of each year and without having to be asked.
7. Acts as an advocate for the organization and works to steward donors, where possible.
8. Commits to assisting recruiting, selecting, and training successive board members.

### **Board Elections and Term Limits:**

In accordance with the society's bylaws, elections for directors will normally occur at the annual general meeting and will take office commencing at the close of the annual general meeting. The term of office will normally be **two years**, with the hope that all Board members will remain for the full term. No Board member can stay on the Board for more than **three terms**, and third terms should only be pursued with specific rationale: e.g. Board member taking on, or within, an executive role, or committing to bring something additional to the Board, etc.

Directors may be elected for up to three (3) consecutive terms, regardless of the duration of such terms. A Person who has served as a Director for three (3) consecutive terms may not be re-elected for at least two (2) years following the expiry of their latest term.

### **Secretary Officer Role:**

#### **Officer Terms:**

Unless appointed for a longer term by Board Resolution, each officer appointed or elected by the Directors will hold office until the first meeting of the Board held after the next following annual general meeting. Directors may be appointed or elected as an officer for consecutive terms.

#### **Term Limits:**

A Secretary is expected to serve **two terms**, and the term may be extended by one term (maximum three terms) under certain circumstances and if the whole Board approves.

### **Key Roles and Responsibilities:**

- The Secretary is responsible for doing, or making the necessary arrangements for, the following:
  - issuing notices of the AGM and Board meetings;
  - taking minutes of the AGM and Board meetings;
  - keeping the records of the Society in accordance with the Societies Act (except for those records for which the Treasurer is responsible);
  - conducting the correspondence of the Board; and
  - filing the annual report of the Society and making any other filings with the Registrar under the Societies Act
- Maintain records of the Board (e.g., contact information, etc.) and work with the Executive Director to ensure effective management of organization's records
- Coordinate and distribute Board meeting agendas, minutes, action items, and other relevant documents at least two weeks prior to meetings
- Record minutes of Board meetings and follow up with other Board members when questions arise from minutes
- Ensure draft minutes are distributed to members within 2 weeks after each meeting by posting them on the Board portal

### **Qualifications:**

- An ability to be organized, and to support keeping others organized as well
- An ability and desire to take concise meeting notes
- An adequate level of writing proficiency and access to a computer
- High levels of comfort using a wide variety of online software (e.g. Google Workspace / Office)

The position works closely with the Board President and the Executive Director, who support the Secretary with private secure access to the Board portal.