

Policy Type:	Board Policy
Policy No:	109
Title:	Delegating of Certain Duties of the Secretary and the Treasurer
Date Reviewed:	January 28, 2025
Date Revised:	June 27, 2023

**SUBJECT: DELEGATING OF CERTAIN DUTIES OF THE SECRETARY AND THE TREASURER**

I. OBJECTIVE: SMPA’s Bylaws provide that, by Board resolution, certain of the duties of the Secretary and/or of the Treasurer may be delegated to others who are not Directors, and that, to the extent such duties are delegated, such officers are released therefrom. By this Policy, the Board specifies the duties so delegated and establishes certain related standards and conditions.

II. POLICY: The duties hereinafter specified are delegated to the CEO/General Manager. The CEO/General Manager may sub-delegate the same to certain of their executive staff, but the CEO/General Manager shall not thereby be relieved from full responsibility for their proper execution.

- A. Certain of the Secretary’s duties are so delegated as stated and conditioned in the following:
  1. Recording the minutes of meetings of the Board or of the Members. However, if the Secretary is present at such meetings, the minutes recordation shall be under their supervision and direction, and the Secretary shall be responsible for their accuracy and shall sign them after they are duly approved by the Board or the Members, as appropriate.
  2. Giving notice of Board or Member meetings. However, if so desired, the Secretary shall approve the form and wording of any notice of a special Board or any Member meeting, in which case such notice shall be sent over their name as Secretary. The CEO/General Manager shall timely notify the Secretary that such a notice is to be given so as to afford them an opportunity to exercise the prerogative above stated.
  3. Serving as custodian of SMPA’s records and its official seal.
  4. Keeping a register of the names and addresses of the Members.
  5. Having general charge of SMPA’s books in which a record of the Members is kept.
  6. Keeping on file copies of SMPA’s Articles of Incorporation and Bylaws and being responsible for furnishing copies thereof to Members upon their request.
- B. Certain of the Treasurer’s duties are so delegated as stated and conditioned in the following:
  1. Having charge and custody of, and being responsible for, all funds and securities of SMPA. However, the CEO/General Manager’s duties, responsibilities and authorities in this respect may be limited or conditioned as otherwise resolved by the Board, either from time to time by resolution or by separate Policy covering the subject.
  2. Receiving, receipting, depositing and investing monies received by SMPA. However, the CEO/General Manager’s duties, responsibilities and authorities with respect to deposit institutions and investments shall be as limited or conditioned as otherwise resolved by the Board, either from time to time by resolution or by separate Policy.



III. RESPONSIBILITY: The President of the Board of Directors shall be responsible for addressing non-compliance with this policy by any Director. The GM/CEO shall be responsible for addressing non-compliance with this policy by any employee.