

## **TERMS OF REFERENCE FOR THE CORPORATE SECRETARY**

### **I. INTRODUCTION**

For Board matters, the Corporate Secretary reports directly to the Chair of the Board. The Corporate Secretary is accountable to the Board and assists the Board and Chair on governance and related matters, as required. The Corporate Secretary role is not a full-time position; the individual filling the position will have other responsibilities within the ITA structure.

### **II. DUTIES AND RESPONSIBILITIES**

The Corporate Secretary has the responsibility to:

- A.** Assist the Board Chair, Committee Chairs and Board Members to ensure the Authority complies with its governing policies and Terms of Reference.
- B.** Organize and ensure proper recording of the activities of Board and committee meetings.
- C.** Organize and ensure proper recording of Board meetings and attendance, and that Board compensation is aligned with provincial policy.
- D.** Assist the Chairs, CEO and Board members as required in the organization, planning and execution of Board and committee meetings.
- E.** Assist directors with respect to their duties and responsibilities as required.
- F.** Assist the Chair and CEO with the orderly induction, transition and orientation of new Board members and act as a channel of communication and information for directors.
- G.** Administer the Code of Conduct and Conflict of Interest Guidelines for directors and the Authority staff, ensures compliance declarations are executed by the Board and all officers of the organization.
- H.** Carry out any other appropriate duties and responsibilities as may be assigned by the Board, Board Chair, a Board committee, Committee Chair or the CEO.