



Policy No: 5.08

Title: Delegating of Certain Duties of the Secretary and the Treasurer

Date Re-approved: November 25, 2014

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

POLICY: SMPA's Bylaws provides 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 there from. By this Policy the Board specifies the duties so delegated and establishes certain standards and conditions thereto relating:

1. The duties hereinafter specified are delegated to the General Manager. The General Manager may sub delegate the same to certain of his executive staff, but he shall not thereby be relieved from full responsibility for their proper execution.
2. Certain of the Secretary's duties are so delegated as stated and conditioned in the following:
 - a. 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 his supervision and direction and he shall be responsible for their accuracy and shall sign them after they are duly approved.
 - b. Giving notice of Board or Member meetings. However, if he so desires, he 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 his name as secretary. The General Manager shall timely notify the Secretary that such a notice is to be given so as to afford him an opportunity to exercise the prerogative above stated.
 - c. Serving as custodian of the Cooperative's records and its official seal.
 - d. Keeping a register of the names and addresses of the members.
 - e. Having general charge of the Cooperative's books in which a record of the members is kept.
 - f. Keeping on file copies of SMPA's Articles of Incorporation and Bylaws and being responsible for furnishing copies thereof to members upon their request.
3. Certain of the Treasurer's duties are so delegated as stated and conditioned in the following:
 - a. Having charge and custody of, and being responsible for, all funds and securities of SMPA. However, the 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 or by separate general Policy covering the subject.

- b. Receiving, receipting, depositing and investing monies received by SMPA. However, the 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 or by separated general Policy.