

**ACADEMY FOR LIFELONG LEARNING OF CAPE COD, INC. (ALL)**  
**POLICIES, RESPONSIBILITIES AND PROCEDURES**

**Section: Governance**  
**Subsection: Officers**  
**The Clerk**

**Date Approved: 5/09/03 Initials: RS**  
**Date Revised: 5/13/05 JG; 11/15/16, 11/2/24 JF**

**POLICY**

**The role of a Clerk in a not-for-profit corporation is crucial in maintaining the organization's integrity, compliance, and smooth operation.**

**Organizational Structure:**

1. **Residency:** The Clerk/Secretary (herein called Clerk) shall be a resident of the Commonwealth of Massachusetts.
2. **Status:** The Clerk shall be a current and voting member of the Board of Directors.

**Role and Responsibilities:**

1. **Record Keeping:** Maintain accurate and complete records of board meetings, resolutions, and other official documents.
2. **Legal Compliance:** Ensure the corporation adheres to federal, state, and local regulations. This includes timely filing of necessary documents.
3. **Scheduling Meetings:** Organize and schedule board meetings, ensuring all members are informed in advance.
4. **Documentation:** Prepare and distribute agendas, minutes, and other relevant documents before and after meetings.

**Meeting Procedures:**

1. **Preparation:** Compile and distribute an agenda and relevant materials at least a week prior to the meeting.
2. **During the Meeting:** Accurately record minutes, noting key points of discussion, decisions made, and action items.
3. **Post-Meeting:** Distribute minutes within a specified time frame and ensure all action items are followed up on.

**Documentation and Filing:**

1. **Minute Books:** Maintain a comprehensive and accessible collection of all minutes.
2. **Organizational Documentation:** Maintain a comprehensive and accessible collections of all corporation and organizational materials (contacts, policies, roles, etc.)
3. **Annual Reports:** Ensure annual reports are accurately prepared and filed. The Clerk shall complete the annual report which gets sent to the Secretary of the Commonwealth every year by Nov. 1. ([www.filemasscorp.com](http://www.filemasscorp.com))
4. **Member Records:** Keep up-to-date records of members, including contact information and membership status.

**Communication:**

1. **Internal:** Facilitate effective communication between board members and staff.
2. **External:** Represent the organization in communications with external entities such as donors, legal advisors, and government agencies.

**Other**

1. **Incidental:** Performs all duties incident to the office of Clerk and such other duties as from time to time may be assigned to the Clerk by the President or by the Directors.
2. **Participation:** Participate with the other Directors in long-term planning and other whole-body functions.
3. **Review and assessment:** Participate with the other Directors in review and assessment of achievement of goals as stated in the long-term plan and make plans to correct or change the stated plan.

**Committee Review Dates and Initials: 4/09/04 A.L., 4/25/05 A.L.12/13/24 DT**