



**Role Title:** Company Secretary

**Direct Report:** Works closely with the Chair, Chief Executive and the board of trustees.

**Background:** Legal, Administration, Strategy and Governance, Risk.

### 1.0 Role Summary

- Ensure that all Board and General meetings of the charity are conducted according to the articles of association.
- Support the Board in ensuring that the charity's activities are within the legal objects set out in the governing documentation.
- Ensure that all necessary forms and documents are sent to Companies House and the Charity Commission within the relevant deadlines.
- Ensure that trustees are correctly appointed according to the articles and relevant legislation.
- Oversee that meetings are properly arranged and administered, including that they are properly minuted, have the necessary quorum and votes are passed with the necessary majorities.
- Provide trustees with additional information and guidance to facilitate decision-making and proper governance, especially in regard to their powers and duties under the articles and relevant legislation.
- Support the Board in regularly reviewing governing documents and revising/filing where appropriate.
- Ensure that insurance requirements are fulfilled.

### 2.0 Person Specification

- Organisational ability and conscientious about keeping on top of filing deadlines.
  - Understanding of committee procedures, or the ability to gain this.
  - Knowledge and understanding of relevant charity and company law, or ability to gain this.
  - Familiarity with relevant Charity Commission guidance (or ability to gain this).
  - Ability to exercise independence and professional judgement, especially where the law and / or articles conflict with Board proposals.
- Minute-taking ability, if this is not being delegated to staff.

### 3.0 Time Commitment

- The Board meets at least 6 times a year and the trustees are expected to be available to contact on at least a weekly basis.
- Attendance at award meetings or fundraising meetings is optional.
- The Company Secretary should expect to spend 10-12 hours per month, including meetings, on charity business.