# **Job Description**

# **Job title: Company Secretary/EA to the Board**

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| The Company Secretary/EA to the Board will ensure that the company complies with financial and legal requirements, and maintain high standards of corporate governance.  The Company Secretary/EA to the Board will work closely with the Board of Directors, Senior Leadership Team as well as provide administrative support to the Board, senior managers and the legal and finance functions.  The Company Secretary/EA to the Board is a highly-visible role that supports and enables the CEO and the Executive Directors with their Group Statutory Director roles, ensuring information flow and decision-making processes are as effective and efficient as possible across HR Wallingford Group businesses.  The Company Secretary/EA to the Board must be creative and have the ability to exercise good judgment in a diversity of situations, with strong written and verbal communication, administrative, and organisational skills (including follow-through skills), and the ability to maintain a realistic balance among multiple priorities |

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| Main duties |
| * Organise all Board meetings and AGMs scheduling/administration and preparing documentation. * Prepare agendas and papers for board meetings, committees, and annual general meetings (AGMs) and follow up on action points. * Improve the communication flow around Board level decision making and processes, and implement strategies to ensure optimal efficiency. * Oversee the annual report and statutory accounts preparation * Convene and service AGMs, take minutes, draft resolutions, and lodge required forms and annual returns with appropriate departments. * Provide governance/legal advice during and outside of meetings. * Ensure policies, regulatory, or statutory changes that might affect the organisation are up to date and approved by the committee. * Maintain statutory books, including registers of members, legal entities, directors, and company secretary. * Maintain statutory books, applicable registers and statutory requirements for overseas group companies. Oversee the appropriate governance for these entities. * Handle correspondence, collate information, write reports and communicate decisions to relevant company stakeholders/members. * Liaise with external regulators and advisers such as lawyers and auditors. * Implement processes or systems to ensure good governance management of the organisation. * Develop and oversee the systems that ensure the company complies with all applicable codes, in addition to its legal and statutory requirements. * Ensure that statutory filings (or other similar jurisdictional requirements) and payment of relevant fees are completed within statutory time frames. * Ensure that relevant resolutions are passed to comply with statutory requirements and to create statutory records. * Take an active role and provide valuable input to the management decisions related to Board resolutions linked to Joint Ventures, acquisitions and other business ventures. * Assisting with renewal and new leases * Monitor the administration of the company’s pension scheme. * Manage and deal with company/staff insurance policies - including coordinating renewals, day to day queries/admin, claims, producing certificates. * Support or provide training of Directors and the Senior Leadership Team on Corporate Governance principles. * Assistance with the Corporate Risk Register as required ensuring that actions are followed up.   **General Support:**   * Support and manage the CEO’s day-to-day operations/activities and priorities. * Build and run scheduling for Executive Directors and Senior Leadership Team meetings. * Performs additional duties as assigned by executives, including attending key meetings as requested and completing ad hoc projects as assigned. * Manage sensitive matters with a high level of confidentiality, discretion and good judgment. * Organise the CEO’s calendars and events; ensure the CEO calendar is aligned with the priorities of the organisation; prioritising and resolving any scheduling issues. * Organise meetings, and book meeting rooms and catering as needed. * Arrange travel and accommodations for the CEO, Executive Directors and Board members. |

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| Key Relationship Groups |
| * Chair and NEDs * Executives and Directors * Company Members * Legal function head * Finance function head * Staff Council Chair |

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| Group | Corporate |
| Reports to | CFO |
| Responsible for | N/A |
| Date agreed | Click here to enter text. |