# Board Secretary

# Job Description

Together works alongside people as they lead their journey towards greater wellbeing.

We support people with lived experience of mental distress across England though a diverse range of services.

Looking to the future, we aim to expand our organisation and reach more people and help them make the most of their lives.

**Place of Work** National Office, London, SE11 (homeworking option also available when no requirement to attend National Office)

**Hours**  circa 23 hours per week, with flexibility

**Reporting to** Chair of Trustees (line-managed by the Chief Executive)

**Direct Reports** There are no direct reports, but the postholder will be expected to work closely with the Executive Assistant to the CEO and Chair of Trustees and Sub-Committees

**Salary** £50,000 inclusive (pro-rata)

## **Duties and Responsibilities**

## **Board and Board Committee Meetings**

1. Maintain a strategic overview of governance and decision-making across the organisation
2. ensuring that board of trustee meetings and board committees are properly constituted within their terms of reference (see Appendix A).
3. organising board of trustee meetings and those of its committees including the annual cycles of business.
4. ensuring that there is proper and appropriate co-ordination of board and committee meetings and an effective flow of information, including the interdependencies between different issues and risks
5. formulating meeting agendas with the chair, committee chairs, chief executive and executive leads and advising on the content and organisation of reports or presentations for the meetings.
6. collecting, organising and distributing papers for the board of trustee meeting, taking the minutes and creating the subsequent action log of relevant matters
7. liaising with the Executive Assistant to the CEO and Chair in relation to the minute taking of the sub-committees and formulation of subsequent action logs of relevant matters
8. advising and guiding the board on any potential legal and regulatory implications of key decisions.

## **Governing document**

1. ensuring the charity complies with its governing document (the Articles).
2. leading the process of non-financial compliance with the Articles.
3. reviewing, proposing and implementing approved changes to the Articles in accordance with the correct procedures and legal advice.

## **Governance**

1. ensuring terms of reference, including a scheme of delegation, and schedule of matters reserved for the board of trustees and associated procedures are reviewed, updated and properly discharged.
2. maintaining and reviewing procedures for the sound governance of Together, including on all matters relating to corporate governance, risk and assurance
3. advising on developments in governance issues including changes to legislative and regulatory obligations.
4. ensuring Together has a robust framework for compliance with charity governance standards, and for applying the recommendations of the Charity Governance Code and other good practice.
5. lead on the development of the Board Assurance Framework and its integration in the relevant governance processes.
6. Oversee the charity’s suite of policies requiring oversight and approval by trustees working with colleagues across the charity to ensure that these are updated and agreed at the appropriate level
7. advising and assisting the trustees and the senior leadership team in respect to their duties and responsibilities, acting as a channel of communication and information for trustees and staff, where appropriate.
8. facilitating the recruitment and induction of trustees into their role and their development and maintaining a skills register of existing trustees in support
9. advising and facilitating board performance evaluations and any ongoing development matters resulting from that exercise.
10. arranging for Together to access a comprehensive legal service, and maintaining oversight of that service.
11. reporting to the board of trustees on any matters of potential or actual non-compliance re governance and advising on mitigation and resolution
12. ensuring the safe custody and proper use of the corporate seal.

## **Regulatory requirements**

1. establishing and monitoring procedures to ensure that Together complies with the requirements of charity legislation, Charity Commission reporting, and other relevant legislation such as company law and Companies House requirements.
2. acting as an initial point of contact between Together, the Charity Commission and other appropriate regulators.
3. maintaining the following registers and responding to appropriate requests concerning the information they contain:

* membership of the board of trustees
* trustees’ interests and loyalties
* gifts and hospitality accepted and refused.

1. ensuring that formal documentation in respect of statutory returns is filed with appropriate bodies, as required, and to report certain changes regarding Together:

* annual report and accounts
* changes to trustees
* changes in Together’s details
* changes to the Articles.

1. appropriate involvement in the co-ordination of the preparation, drafting, publication, distribution and presentation of the annual report and accounts.

*Approved By:*

*Date Approved:*

*Review Date:*

**Appendix A**

Board and Committee Structure

* **Person Specification**
* Minimum of 3 years significant experience as board/company secretary in a charity or not for profit environment
* Substantial experience of clerking and administrative support at Board / Senior Management / Governing Body level.
* Knowledge of Legislation and regulations on governance relating to Charities/Not for Profit organisations
* Excellent written and oral communication skills.
* Strong attention to detail.
* Ability to take in and process large amounts of information
* Ability to use own initiative to make informed judgements with limited supervision and guidance.
* Organisational and time management skills.
* The ability to monitor changes in legislation and the regulatory environment, interpreting it and providing advice to Trustees on impact of any changes.
* Excellent attention to detail
* Ability to manage senior relations and conflicting interests
* Good level of IT skills and literacy