

Company Secretary / Clerk to the Board

Hereford, Herefordshire

Part-time

Salary: £25,000.00 /year

JOB TITLE: Clerk to the Board/Company Secretary (Part Time)

LOCATION: Union Street, Hereford

Background:

NMiTE is aiming to be the first university to be created from scratch in the UK for over forty years. It is an exciting development that aims to create a new kind of university where students learn by undertaking real-world engineering and technical projects, provided by employers and community groups. NMiTE breaks the mould in existing higher education provision and aims to be a “disruptive” game-changer in every facet of its operations and programme.

The Board of Trustees require a Clerk to the Board/Company Secretary- to ensure that the board and directors fulfill their statutory requirements and to meet the demanding standards of corporate governance now required of companies. The person appointed to this position must, in the opinion of the directors, have the requisite knowledge and experience to carry out the duties of a company secretary of a public company. The duties are both extremely broad in scope and onerous. The company secretary should endeavour to devise a system to meet this onerous obligation, such as taking responsibility for certain areas of the law which relate to his/her expertise and relying on the legal department and/or outside lawyers for other specialised expertise and support.

Responsible to: The Board of Trustees / CEO

RESPONSIBILITIES:

The Board

- The company secretary is closely involved in preparing the schedule of board and committee meetings for the year. The company secretary prepares the agendas for these meetings in conjunction with the chairperson and key executives. The company secretary should ensure that information is dispatched within a timely manner to all directors to enable them to prepare adequately for these meetings. The company secretary takes the minutes of these meetings and should ensure that they are distributed as soon as possible thereafter to aid directors in implementing the decisions.
- The company secretary should ensure that the board's policies and instructions are communicated to the relevant persons in the company and that pertinent issues from management are referred to the board where appropriate. It is important for the company secretary to develop a confident relationship with the chairperson, and to assist the chairperson in formulating priorities in the board agenda for consideration by the board.
- The company secretary must provide The Board with guidance in their duties, responsibilities and powers and make directors aware of all laws and regulations relevant to the company. This should include advice on business ethics and good governance.
- The company secretary must ensure that the Board of Trustees and management operate within an authority framework approved by the board and reviewed and updated from time to time.
- The company secretary takes responsibility for preparing all or parts of the annual report and ensuring that statutory deadlines are met, and that the statutory and

regulatory disclosures are validated, particularly in relation to statements given on corporate governance standards and practices in the company.

- The company secretary is privy to confidential information about the company and needs to act with tact and discretion at all times. The company secretary may not misuse confidential information or disclose it to any third party in line with their fiduciary duties as an officer of the company.
- Equally, the company secretary must act in good faith and avoid any conflicts of interest and to ensure that appropriate guidance is given to the board in these matters.

The Company

- The company secretary must comply with all the statutory provisions of the Companies Act, including the lodging of all documents with the Companies and Intellectual Property Registration Office and the maintenance and updating of the company's register of members. This would extend to include any other legislation or regulations critical to the nature of the company.
- The company secretary must certify in the annual financial statements of the company in accordance with the Companies Act that the company has lodged all returns required of a public company and that all these returns are true, correct and up to date.

EXPERIENCE - Essential

- Proven work experience as a Clerk to The Board of Trustees/Company Secretary
- Knowledge of office management systems and procedures
- MS Office and English proficiency
- Outstanding organisational and time management skills
- Understanding of Governance

- Ability to manage conflict
- Excellent verbal and written communication skills
- Discretion and confidentiality

EXPERIENCE – Desirable

- Previous experience of working within Higher Education
- Legal knowledge
- Professional qualification in Management

CULTURAL ALIGNMENT:

- Equality focused
- Inclusive
- Respectful
- Creative
- Honest
- Non-judgmental

Salary: Circa FTE £25,000 (pro rata + competitive benefits)

To apply, please email a CV and a cover letter explaining why you would be suitable for the role to vacancies@nmite.org.uk