# JOB DESCRIPTION

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# Job Title: Company Secretary

**Reports to: Chief Executive**

**Direct reports: None**

**Department: Office of Chief Executive**

**Time commitment: 3/4 days per week**

**Key working relationships: Board members; Executive team; Governance;**

**HR, Fundraising and Finance departments**

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**Job summary:**

Working with the Chief Executive and Board of Trustees, the postholder will take a lead role in ensuring that King Edward VII’s Hospital’s corporate governance requirements, both as a hospital and as a charity, are met. The postholder will ensure that all of the requirements of the Board of Trustees and its Committees are delivered. The post will also support the executive directors in ensuring appropriate internal control mechanisms are in place and working effectively.

**Key duties:**

**Corporate governance and regulatory matters**

* Responsible for ensuring there are comprehensive and effective corporate governance arrangements in place for the Board of Trustees and its sub committees, working closely with the Medical Director who is the Executive lead for Governance to ensure arrangements are effective across the organisation, in order to assure the Board of Trustees that organisational risks are adequately identified and controlled.
* Using high level communication skills, act as the interface between the directors of the organisation, helping to make the connections between the organisational risks, committee business and driving the Board of Trustees strategy.
* Co-ordinate and lead the board assurance framework, and, working with the Executive lead for Governance, support the organisation level risk management processes.
* Provide expert advice and support to the Chief Executive, Chair and Board of Trustees on all matters relating to statutory and legislative compliance and interpretation, governance and constitutional matters working with subject matter experts as required.
* Prepare and present governance reports to the Board, relevant board committees, and the Charities Commission as required.
* Put in place processes to enable the Board to review and update Hospital strategies reserved for its determination. Lead the development, review and where necessary revision of policies (and similar documentation) relevant to organisation-wide corporate governance.
* Interpret, analyse and proactively maintain knowledge of up-to-date statutory and regulatory requirements to ensure compliance of all current and future governance policies and procedures across the Trust.
* Promote a full understanding of the guidelines on Corporate Governance and ensure that all relevant codes and regulatory requirements are adhered to at all times.
* Utilising subject matter expert knowledge, ensure that required corporate and governance standards are observed and, where required, reflected in the Annual Report.
* Co-ordinate and lead on the development of the Annual Report working with the Finance Director to ensure the Annual Reports and Accounts are produced, approved and submitted in a timely way
* Ensure appropriate compliance with, and review of all corporate governance documentation, working with the Finance Director and Medical Director (Executive Lead for Governance) and their teams where appropriate.

**Board of Trustees**

* Produce and maintain the Board’s annual work programme and those of its committees.
* Organise and prepare meetings of the Board and its Committees, including preparation of agendas, and the organisation and distribute of such information, documents or other papers as may be required.
* Ensure that the board assurance framework has strong links with the Hospital’s risk register.
* Plan and deliver (or arrange to be delivered) any Board development considered, in conjunction with the Chair and Chief Executive, to be appropriate.
* Ensure that committees of the Board of Trustees are properly constituted with clear terms of reference.
* Support the Chief Executive and Executives in producing and advising on content and organisation of reports or presentations for the meeting.
* Ensure that all meetings are minuted appropriately and copies of all minutes and papers are effectively stored.
* Communicate Board/ Committee decisions to those required to implement them and ensuring that actions and tasks assigned are managed appropriately. Ensure that action logs are followed up and actions completed and recorded as such.

**Internal Control**

* Work with the Executive team in the identification of areas where existing control mechanisms would benefit from strengthening.
* Support the development of strengthened management control mechanisms and agree proportionate oversight and review programmes with the relevant Executives.
* Implement a proportionate and effective reporting mechanism as evidence of these areas of risk.

**Person Specification**

1. *Experience:*
   1. Significant experience of working with charity and/or hospital boards in the private sector or NHS as a Company Secretary/Deputy Company Secretary or in similar role at senior level
   2. Experience of making improvements for patients and staff through policy development.
   3. Track record of effective and impactful corporate governance roles.
   4. Knowledge and experience of control systems and mechanisms.
2. *Skills:*
   1. Ability to win the confidence of senior managers, engage with internal and external stakeholders, and use differing interpersonal skills to build and maintain relationships.
   2. Ability to communicate effectively at a variety of levels both in writing and verbally. Ability to present information verbally to a wide variety of stakeholders.
   3. Ability to translate organisational priorities into effective corporate policies.
   4. Excellent IT Skills.
3. *Qualifications, Training, Professional Memberships or Accreditations:*
   1. Relevant Degree, management qualifications or equivalent.
   2. Further leadership qualification desirable.
4. *Personal characteristics:*
   1. Ability to deliver result through influencing work collaboratively across key stakeholders.
   2. Demonstrable ability to flex working style and approach to help achieve the best collective results.
   3. Highly self-motivated and organised. Ability to self-manage, to prioritise workload and to time-manage effectively.

*This Job Description is intended as a guide to the general scope of duties and is not restrictive or definitive in any way. It may be subject to review.*