

EXAMPLE

Company Secretary Role Description

It is no longer a legal requirement to have a company secretary, even if legally you are a company. However, for many organisations having a company secretary is a useful way to ensure that the organisation complies with all its responsibilities under both company and charity legislation. It is usually either a board member or staff member with the relevant expertise. The responsibilities of the Company Secretary are different from those of the Honorary Secretary, if there is one.

Duties include:

- Ensuring the statutory registers, including the register of members, are maintained.
- Ensuring that statutory forms are filled accurately and promptly.
- Ensuring members and auditors are provided with appropriate notice of general meetings.
- Ensuring Charity Commission NI and Companies House information about appointment or registration of Directors is promptly updated.
- Ensuring a copy of the accounts are provided to every member at general meetings.
- Ensuring that people entitled to do so can inspect company records.
- Ensure effective custody and use of the company seal.
- Ensuring that General Meeting comply with the organisation's governing document and its procedures (e.g. voting).
- Ensuring that publications such as annual reports and accounts, and their dissemination, comply with the organisation's governing document and statutory requirements.
- Keeping under review all relevant legislative, regulatory and governance developments that might affect decision making or the organisation's operations.
- Qualities and Skills Required:
- Knowledge of company and charity law.
- Understanding the role and responsibilities of the Management Committee.
- Well organised and an eye for detail.

Time commitment: The role of the Company Secretary requires an estimated commitment of e.g. 2 hours per month.

The Company Secretary has no powers under Company law but the Act allows them to sign most of the forms prescribed under the Act. In many organisations that are limited companies, both the honorary secretary's work and the company secretary's role are undertaken by paid staff.