

## EXAMPLE

### ROLE OF COMPANY SECRETARY

#### *Role description & person specification*

Any voluntary organisation or community group which is a company limited by guarantee (i.e. incorporated) must have a Company Secretary. The responsibilities of the Company Secretary are different from those of the Honorary Secretary and are to ensure that relevant rules and regulations of the Companies Act are complied with.

#### **The duties include:-**

- Maintaining the statutory registers including the register of members.
- Ensuring that statutory forms are filled promptly.
- Providing members and auditors with notice of meetings.
- Sending the Registrar copies of resolutions and agreements.
- Sending a copy of the accounts to every member of the director's meetings and general meetings.
- Ensuring that people entitled to do so can inspect company records.
- Custody and use of the company seal.

#### **Other duties:-**

- To ensure that meetings such as the Annual General Meeting comply with the organisation's governing document and its procedures (e.g. voting).
- To ensure that publications such as annual reports and accounts, and their dissemination, comply with the organisation's governing document and statutory requirements.
- To keep under review all 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 Required:-**

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 which are limited companies, both the honorary secretary's work and the company secretary's role are undertaken by paid staff.

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NOTE: This document is a sample document and should be amended accordingly.