**clerk AND COMPANY SECRETARY to the trust board**

**Job Description**

Governance describes the way that an organisation is directed and controlled, which includes The MILL Academy’s (the Trust) vision, strategy and decision making, how it achieves its aims, and ensuring that all activities undertaken comply with legal, ethical and regulatory requirements.

Accountable to the Chief Executive and Trust Board, the Clerk/Company Secretary will work effectively alongside the Trustees and Executive Team to provide strategic governance advice. They will be responsible for guidance and support on matters relating to the Trust’s governance framework, constitutional matters, duties and powers, ensuring it is fit for purpose and provides clearly accountable decision making and oversight.

The Company Secretary/Clerk will work effectively with the Executive Team and Trust Board to ensure the Board of Trustees works within the broad current legislative framework and provide operational company secretarial support.

The Clerk/Company Secretary will have completed (or to complete soon after appointment) the National Clerks’ Development programme and appropriate Company Secretary training. They will be expected to maintain a good knowledge of educational governance with a broad practical familiarity with the legal documentation and framework for the Trust including company articles, schemes of delegation, committee terms of reference, company, charity and education legislation relating to Academy Trusts.

The Clerk/Company Secretary will be organised and efficient and possess excellent administrative, literacy and communication skills with a strong attention to detail. They will be an experienced minute taker; able to write clearly and concisely; have the ability to work with discretion, diplomacy and tact and will observe confidentiality requirements.

The Clerk/Company Secretary’s duties will extend to managing the work of the Trust’s Members, as well as the Trust Board.

**Guidance, advise and compliance**

Duties will include:

* supporting the Executive Team and Chair of the Board in ensuring the board functions efficiently and effectively
* ensuring good information flows within the board and its committees and between the Trust’s leaders and non-executive trustees
* facilitating induction and assisting with professional development for Trustees
* proactively identifying opportunities for improving efficiency and implementing systems, processes and ideas to improve the Board’s ways of working; contributing to the drafting of governance documents and trust policies
* liaise with the Executive Assistant to co-ordinate reports from the Trust schools and other documents relating to the work of the Board to ensure the Executive Team are provided with information in a timely manner
* attend Executive Team meetings when required
* liaise with the Department for Education, Education and Skills Funding Agency and other external agencies as required
* manage multiple tasks and deadlines, and to prioritise appropriately
* draft correspondence for the CEO and Chair of the Board as required
* work closely with the Trust’s School Leaders, Trust Board and local committee chairs to provide support and guidance on the Trust’s articles of association, scheme of delegation; ensure the committees are familiar with the committee terms of reference and committee procedural matters
* have access to appropriate legal advice, support and guidance and have an understanding of legislation specifically relevant to the operation of and decisions of the Trust Board and legislation affecting schools
* work closely with the Trust’s school local committee clerks. Be responsible for their induction and facilitate regular clerk briefings, providing advice and guidance on procedural matters
* Overseeing the day-to-day governance administration of the Trust
* Be responsible for and maintain a record of visits to the schools of Trustees
* ensure the Trust’s statutory policies are compliant and published on the trust’s/schools’ website as well as managing and implementing a review schedule for the Board
* Be a key point of contact for the Chair of the Board and the Members

**Meetings**

Duties will include:

* organising the Trust’s AGM, board meetings and its committee meetings and other governance related meetings as required from time to time
* work effectively with the Executive Team and Chair of the Board and/or Committee Chairs to produce an annual schedule of trust board meetings and committee meetings
* work with the Executive Team and Chair of Board to produce an annual schedule of reports to the Trustees to ensure the Board is fully informed to be able to manage their work effectively
* work effectively with the Executive Team, Chair of the Board and Committee Chairs before the meetings to prepare a purposeful agenda which takes account of Trust issues, Department of Education Guidance and is focused on school improvement
* work effectively with the Executive Team/School Leaders to ensure reports are produced in a timely manner, and collate and distribute the agenda and papers
* attend all Trust Board meetings including Members’ meetings, Trust Board meetings, Trust Committee meetings and other panel meetings for disciplinary, exclusions and complaints to take minutes and offer guidance when necessary
* meetings are generally during working hours but flexibility is essential and be prepared to attend evening meetings if required
* record the attendance of Trustees/committee members at the meeting and take appropriate action re absences
* Prepare and circulate meeting minutes in accordance with the agreed procedure
* Responsible and maintain records of all meeting agendas, documents and signed minutes
* Be responsible for the meeting action tracker which should include who is responsible for actions and timescales for actions
* chair that part of the meeting at which the chair is elected.
* Provide emergency cover at meetings in the event of absence of one of the clerk’s to a school local committee

**Membership**

Duties will include:

* responsible for the maintenance of statutory books, including registers of Members, Trustees and Secretaries and ensuring Company House records are updated in a timely manner
* responsible for the register of attendance at meetings for Members, Trustees and committees including the Trust’s school local committees and to ensure this is published for the current and previous year on the Trust’s websites
* responsible for and maintain a database of names, relevant contact details and category of Trustees/committee volunteers and their term of office
* responsible for and maintain records of membership of the Trust’s committees including the Trust’s school local committees
* inform the Executive Team, Trustees and committee chairs (including the school local committees) of any changes to its membership as appropriate and including terms of office
* ensure all relevant statutory governance information is published on the Trust and school website and updated when appropriate in a timely manner
* advise and support the Executive Team, Trust Board and committees (including the school local committees) in the recruitment of Board and committee volunteers and matters relating to elections/appointments at local and board level.
* maintain, and update annually, the register of school leaders, the trust board and its committees including the Trust’s local committees pecuniary and conflict of interests
* support the Trust’s Finance Team with providing information as requested for the Trust’s annual audit
* Liaise with the Trust’s HR Team and Compliance Officer with regards to new Trustee appointments and The local committee volunteer appointments to ensure a DBS check has been successfully carried out alongside other required checks and is recorded on the Single Central Register.

**Person Specification**

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| **Qualifications and Training** | **Essential** | **Desirable** |
| Educated to GCSE, with good grades in Maths & English (C or better, or equivalent) |  |  |
| Excellent standard of literacy, spelling and grammar |  |  |
| Qualification or completed training course(s) in relevant ICT skills |  |  |
| Level 3 Certificate in the Clerking of School and Academy Governing Boards (NGA) |  |  |
| **Experience** |  |  |
| At least 4 years’ experience in an senior administrative role |  |  |
| Demonstrable experience of working in an office environment, including organising meetings and taking precise and accurate minutes |  |  |
| Experience of using Microsoft Office Suite |  |  |
| Experience of using Email/Internet |  |  |
| Experience as a company secretary in accessing and amending companies house records |  |  |
| Experience in a similar roles in a school or Trust |  |  |
| **Personal Skills** |  |  |
| Excellent and meticulous organisational skills |  |  |
| Must be well presented and maintain a positive, professional attitude |  |  |
| Must be trustworthy and able to demonstrate high levels of discretion and maintain confidentiality of information/data at all times |  |  |
| Able to absorb and understand a wide range of information |  |  |
| The ability to work under pressure and ensure that deadlines are met |  |  |
| Ability to organise and prioritise own and others workload |  |  |
| Ability to work independently |  |  |
| Committed to professional development and training |  |  |
| **Administrative Skills** |  |  |
| Experience of using, setting up, maintaining and developing administrative systems |  |  |
| Experience of managing and maintaining accurate records and filing systems |  |  |
| Attention to detail in communication, planning and undertaking activities |  |  |
| **Communication Skills** |  |  |
| Have excellent interpersonal skills and be able to communicate effectively whether verbally or in writing and in the manner appropriate to the individual situation |  |  |
| **IT Skills** |  |  |
| Excellence in understanding of word processing , including ability to produce letters, correspondence, reports and minutes |  |  |

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