1. **St Ralph Sherwin Catholic Multi Academy Trust**
2. **Job Description**
3. **Company Secretary**
4. **Fixed Term Appointment – Two Years**

***Reporting to:*** Chair of the Board

***Liaising with:*** Members, Chair of the Board, Trustees, Governors, Trust Senior Leadership Team (SLT), NRCDES, other colleagues and clerks to the governors

***Responsible for:*** Clerks to Local Governing Bodies and other Trust sub committees.

***Grade/Salary:*** S2 (Scale point 41-45)

***Location:*** Office bases are available in Derby and at Glossop. The postholder is expected to travel to meetings around the Trust area. Home working will be possible.

***Hours of work:*** 0.6 FTE to be worked flexibly, some evening work will be required in line with the role and the Trust meeting schedule.

**Core Purpose:**

* To advise the Trust Board on matters of governance and compliance with legislative and regulatory requirements affecting the Multi-Academy Trust and its activities. To assist the Chair of the Board in ensuring that all decisions made by the Board are in accordance with its Catholic ethos, the Articles of Association, reflect the objects of the Multi-Academy Trust and continue to provide public benefit.
* To ensure the smooth and efficient running of the meetings of the board of directors and committees, including the local governing body in each academy.

**Specific areas of responsibility and key tasks:**

***Regulatory Requirements***

* Establishing and monitoring procedures to ensure that the Multi Academy Trust complies with the requirements of the Department of Education’s Academy Funding Agreement, education legislation and regulation, Charities Act 2011, and other relevant legislation such as company law and Companies House requirements.
* Ensuring that the Trust Board is aware of any changes in regulatory requirements and acts swiftly to comply.
* Ensuring that the requirements of any compliance frameworks are fulfilled appropriately and in a timely manner and recorded in the Trust Board minutes.
* Acting as initial point of contact between the company and the Department for Education as the principal regulator, and Companies House.

***Board of Directors’ Meetings***

* Set up, manage and co-ordinate the Trust’s online governor portal, providing training for Directors, Governors and Clerks;
* Organising board meetings along with those of its committees, including Local Governing Bodies ensuring that there is proper and appropriate co-ordination of board and committee meetings and an effective flow of information;
* Formulating meeting agendas with the Chair (and Chief Executive) and advising management on content and organisation of memoranda or presentations for the meeting;
* Collecting, organising and distributing information, documents or other papers required for meetings;
* Ensuring that all meetings are minuted and that the minute books are maintained with certified copies of the minutes, and that action is taken on matters arising;
* Communicating board decisions to those required to implement them and ensuring that actions and tasks assigned are managed appropriately and to the required timetable, reporting back as required;
* Ensuring that board meetings and all board committees are properly constituted and provided with clear terms of reference;
* Managing the secretariat, where appropriate, ensuring the effective running of the board’s support system including the production of board and committee papers;
* Advising and guiding the board on any legal and regulatory implications of the Multi-Academy Trust’s strategic plan;
* Leading a team of clerks for each of the academies in the Multi-Academy Trust, determining their role, objectives, reviewing performance regularly and managing their on-going professional development;
* Liaising with the NRCDES to provide relevant induction training and ongoing CPD for Directors and Governors.

***Annual Meetings***

* Ensuring that an annual meeting is held in accordance with the requirements of the Multi-Academy Trust’s Articles of Association and in collaboration with the Nottingham Roman Catholic Diocesan Education Service.
	+ Preparing and issuing notices of meetings;
	+ Obtaining internal agreement to all documentation for circulation to members;
	+ Preparing directors for any questions and helping them create briefing materials
	+ Formally minuting those aspects of the meeting that are required to be recorded.

***Data Protection***

* Informing and advising on Data Protection and compliance with the General Data Protection Regulations (GDPR);
* Developing and maintaining data protection policies and procedures;
* Acting as the Trust’s Data Protection Officer and ensuring that all staff and governors receive appropriate training;
* Acting as point of contact for FOI, Subject Access and liaison with the Information Commissioner’s Office.

***Complaints***

* Liaising with NRCDES to ensure that the diocesan Complaints Policy and Procedure is applied effectively across the Trust, advising Headteachers and Local Governing Bodies on handling of complaints, keeping a log of complaints and reporting to the Trust Board;
* Maintaining the good reputation of the Trust and the academies in engaging with stakeholders and resolving complaints;
* Engaging external legal support where necessary to support complaints procedure.
* Acting as Complaints Coordinator for any complaints about the Trust (school complaints remain the responsibility of each school and their own complaints coordinator).

***Governing Documents***

* Ensuring the Multi-Academy Trust complies with its Articles of Association, and where appropriate, drafting and incorporating amendments in accordance with correct procedures:
* Review, propose and implement approved changes to the Multi-Academy Trust’s Articles of Association.

***Registers***

* Maintaining the following registers and responding to appropriate requests concerning the information they contain:
	+ The board of directors
	+ Board Directors interests
	+ Gifts and hospitality accepted and refused
	+ Local governing bodies, their interests and gifts/hospitality

***Statutory Returns***

* Ensuring that formal documentation is filed with appropriate bodies, as required, and to report certain changes regarding the Multi-Academy Trust:
	+ Annual return and accounts
	+ Changes to directors and local governing bodies.

***Stakeholder Communications***

* Communicating with pupils, parents, other stakeholders, and the Multi-Academy Trust’s members where applicable, (e.g. through circulars, newsletters); maintaining good general relations with relevant stakeholders on matters relating to the governance of the Multi- Academy Trust:
	+ In liaison with appropriate Multi-Academy Trust staff, co-ordinating communications with relevant stakeholders;
	+ Establishing and monitoring the election and appointment processes for directors and local governing bodies;
	+ Supporting the board in reviewing and suggesting proposals for the stakeholder engagement strategy;
	+ Where applicable, ensuring that arrangements are made for the election, appointment and co-option of members, directors and members of the local governing body including:
		- establishing who is entitled to vote
		- obtaining the necessary declarations from candidates
		- arranging the distribution of candidates’ statements, where applicable
		- arranging the issue of voting papers
		- arranging for the returning of ballot papers and the counting of votes
		- declaring the results of the elections.

***Governance***

* Continually reviewing developments in governance:
* Facilitating the proper induction of directors into their role;
* Advising and assisting the directors and local governing bodies with respect to their duties and responsibilities;
* Advising and facilitating board performance evaluations and any ongoing development matters resulting from that exercise;
* Counselling directors when preparing presentations and memoranda;
* Ensuring the Multi-Academy Trust has a robust framework for compliance with appropriate governance standards;
* Maintaining and reviewing procedures for the sound governance of the Multi- Academy Trust and advising on developments in governance issues;
* Preparing and maintaining a policy review schedule for the Trust and the academies, commissioning policy work from others as appropriate;
* Ensuring standing orders, including a Scheme of Delegation, and schedule of matters reserved for the board and associated procedures are reviewed, updated and properly discharged.

***Board Development***

* Acting as a channel of communication and information for directors, local governing bodies and stakeholders, where appropriate;
* Advising the board on an appropriate approach to reviewing board performance and facilitating an annual board evaluation, in line with Ofsted’s requirements, and facilitating any ongoing training highlighted;
* Arrange External Reviews of Governance at either Board or Local Governing Body level as appropriate;
* Management and development of the directors and local governing bodies and their appropriate integration and interaction with the Multi-Academy Trust, including appropriate organisational development.

***Multi-Academy Trust Identity***

* Ensuring the Multi-Academy Trust’s stationery, including electronic communications (emails, websites, etc), orders, invoices, cheques and other relevant documents include all the details required under company and charity law.

*The St Ralph Sherwin Catholic Multi-Academy Trust is committed to safeguarding and promoting the welfare of children and young people and expects all staff and volunteers to share this commitment. This post is subject to satisfactory references, which will be requested, prior to interview, an enhanced Disclosure and Barring Service (DBS) check, medical check, evidence of qualifications plus verification of the right to work in the UK.*

*The Trust will endeavour to make any necessary reasonable adjustments to the job and the working environment to enable access to employment opportunities for disabled job applicants or continued employment for any employee who develops a disabling condition.*

*Whilst every effort has been made to outline the key duties and responsibilities of the role, it is not an exhaustive list. The duties and responsibilities of the role may vary from time to time, commensurate with and without changing the general character of the duties or the level of responsibility entailed, and would not in itself justify a reconsideration of the grading of the post.*