**Role description: Honorary Secretary**



Hastings Contemporary is recruiting its first Honorary Secretary. This is a voluntary role playing an important part within the governance of this exciting local charity and an Arts Council England National Portfolio Organisation.

The Honorary Secretary will help the Board of Trustees carry out their responsibilities, working closely with the Chair of Trustees and Director to provide effective governance, ensuring that the charity complies with charity law, company law and any other relevant legislation or regulations. The Honorary Secretary will also work with the Chair of the Business and Finance Committee, making sure that Annual Accounts to the Charity Commission are completed and submitted on time.

By ensuring effective governance, business administration and accountability, you’ll be part of ensuring the success of the charity.

 **Duties and responsibilities of Honorary Secretary**

The Honorary Secretary will:

*Professional*

* Support the Board in adopting good governance best practice as described in the various relevant codes of corporate governance
* Provide the trustees and executives from time to time with legal and corporate governance advice
* Ensure the induction of all new trustees and to conduct exit interviews with trustees leaving the board
* Support the Chair with annual appraisals of the Board, Directors and of governance

*Board, committee and AGM management*

* Support and advise the Chair and Director by ensuring the smooth functioning of the Board
* Develop and maintain a Board assurance framework to drive the agendas of the Board and any committees
* Prepare with the Director and agree with the relevant Chair the Board agenda, and of the Business and Finance Committee
* Prepare the Board and Business and Finance Committee minutes for agreement by the relevant Chair
* Work with the Chair and Director to ensure the Board has sufficient and appropriate information to enable them to make informed decisions and fulfil their responsibilities
* Ensure the AGM works effectively and in accordance with the governing documents
* To ensure any historical statutory documentation the organisation no longer needs to retain is other destroyed or lodged within an appropriate record office

*Directors*

* Maintain the human resources files for the trustees, and undertake any checks that may from time to time be necessary
* Prepare and file details of trustee appointment and resignation
* Maintain the conflict of interests register for the trustees and senior executives

*Compliance*

* Develop and maintain any standing orders or other governance documentation such as terms of reference for Board committees
* Support the Board in ensuring the charity complies with its governing document, policies, charity law and any other relevant legislation or regulations
* Support the Board in ensuring the charity is carrying out its purposes to the public benefit
* Have a leading role in ensuring the board fulfils their duties and responsibilities for effective charity governance in line with the organisation’s policies and the requirements of the Charity Commission for England and Wales
* Support and advocate for the charity’s mission, vision and values
* Complete and file all statutory returns in a timely manner, including with Companies House
* Keep a register of compliances as overseen by staff such as Data Protection registration

**Person specification**

The Honorary Secretary will:

* Either have experience as a company secretary, or hold a relevant professional qualification such as ICSA or be a solicitor, or be working towards a relevant professional qualification
* Be IT competent, organisational and administrative skills
* Demonstrate professional and independent judgement
* Understand the legal duties, responsibilities and liabilities of trusteeship, and the Honorary Secretary role in particular
* Have a genuine interest in the work of the gallery and have a commitment to the aims, objectives and values of Hastings Contemporary
* Be willing to promote the charity in the best interests of its stakeholders, staff, partners and regulators
* An ability to work effectively as part of a team, contributing an independent perspective
* Possess and demonstrate integrity, objectivity, accountability, and honesty

The Honorary Secretary must be legally eligible to stand as a registered company Director and charity trustee. Having had previous experience as a trustee of a voluntary organisation is an advantage.

**Terms of appointment**

The Honorary Secretary should expect to serve for an initial 12 months. The Honorary Secretary is required to attend scheduled meetings with some ad hoc meetings where necessary.

It is anticipated that the time commitment should be voluntary, on average two hours per week. There could be occasions when extra time will be required.

**Expressions of interest**

To apply please submit a short cover letter outlining why you would like the role and your relevant experience and your CV to Joni O’Sullivan (joni.osullivan@gmail.com) by 21 April 2024. Both the CV and Cover letter should be no more than one page each. Please include Company Secretary in the email subject line.

As an alternative to a cover letter and CV, candidates are welcome to submit a short (less than five minutes) phone/tablet film or audio recording outlining the above.

If you would value an informal conversation about being Company Secretary, please contact Joni O’Sullivan (joni.osullivan@gmail.com)