

Company Secretary / Governance Manager

GENERAL DETAILS

Job Title:	Company Secretary / Governance Manager
Based:	Regatta HQ, Henley-on-Thames, plus the flexibility of hybrid working
Hours:	Initially 28 – 35 hours per week

OVERVIEW

The CS/GM role is to support the development and enhancement of the Regatta's corporate governance, as well as ensuring the Regatta's compliance with legal and regulatory matters.

The CS/GM will provide guidance to the Regatta's Board of Directors (the Committee), as well as administrative and clerical support to the Committee, Sub-Committee and Working Group meetings.

The Regatta has a governing body of some 60 Stewards (Governing Body) from which the Committee, headed by its Chair, is elected. Operationally, the Regatta is run by the Secretary of the Regatta (CEO), who heads a team of key professionals, and a large body of volunteers and temporary staff during the event.

The Committee has recently carried out an extensive re-evaluation of the Regatta's corporate governance procedures and systems following its incorporation in 2017.

The CS/GM will work closely with the CEO to implement the recommendations proposed by the Governance Working Group (GWG), as approved by the Regatta's governing body. In the main, this will entail assisting the various Sub-Committees and Working Groups to create an administrative framework to match their current responsibilities, meet and evidence compliance, and provide for continuing development, on-going revisions, and maintenance. This is an important opportunity to make your mark, shaping the Regatta's corporate governance whilst safeguarding its culture and ethos, and setting the tone for years to come.

The CS/GM will provide administrative and clerical support, including attendance at meetings of the Committee, Sub-Committees and Working Groups. Going forward, the CS/GM will provide guidance to the various Sub-Committees and Working Groups to ensure their compliance with legal and regulatory matters, so working closely with professional advisers and the Regatta's Audit and Risk Sub-Committee will be important.

REPORTING & MANAGEMENT

The CS/GM will report to and be directly managed by the Chief Executive but will also report to the Chair of the Committee, as required.

TIME COMMITMENT

The Committee meets approximately ten times a year (normally on a Sunday morning at Regatta Headquarters) and additional Sub-Committee and Working Group meetings are convened as necessary, requiring the attendance of the CS/GM either in person or by video conference.

GOVERNANCE

- Working with the various Sub-Committees and Working Groups to put in place and maintain policies and procedures consistent with the governance requirements of the Regatta.
- Ensure the various Sub-Committees and Working Groups annually review and maintain appropriate Terms of Reference.
- Guide and advise the Chair and Committee on the conduct of meetings.
- Liaise with key professionals to keep up to date with appropriate legal requirements, particularly as they relate to the Regatta, and to matters relating to governance and compliance.
- Ensure and promote effective governance, in particular in regard to duties and responsibilities in relation to:
 - the Regatta's Articles of Association
 - the Regatta's Code of Governance
 - appropriate legislation and requirements of regulatory bodies, e.g. submissions to Companies House.
- Maintain the Regatta's Register of Interests and draw the attention of the Committee to any conflict of interest, actual, potential or perceived.
- Arrange induction of new Committee members and the provision of appropriate professional development activities for the Committee, Sub-Committee and Working Group members.
- Ensure the Committee undertakes an effectiveness review on a biennial basis and facilitate best practice in the interim, as necessary.

MEETING RESPONSIBILITIES

- Act as Clerk to the Committee, Sub-Committees and Working Groups.
- Manage the calendar of meetings and update the schedule of annual business for the Committee, Sub-Committees and Working Groups.
- Prepare detailed agendas for meetings and co-ordinate the timely accumulation of supporting papers.
- Arrange the timely circulation of information to the Committee, Sub-Committees and Working Groups.

MEETING RESPONSIBILITIES (CONTINUED)

- Attend meetings, supporting the Chair, and take notes in order to create minutes and action points.
- Prepare, seek approval for and issue timely minutes of meetings in line with established tone of voice and practice, together with a schedule of action points.
- Act as correspondent for the Committee, Sub-Committees and Working Groups, and ensure those responsible for follow-up actions are prompted in a timely manner.

COMMUNICATIONS

Support the Chair and Committee to improve and increase frequency and quality of stakeholder engagement and communications.

CANDIDATE

- Sound grasp of corporate governance and regulatory issues.
- Excellent verbal and written communication skills.
- Interpersonal skills and the ability to work well with people at all levels.
- Attention to detail and a well-organised approach to work.
- Ability to prioritise work and to work well under pressure.
- A diplomatic approach with confidence to provide support to high-profile individuals.
- Integrity and discretion when handling confidential information.
- Would suit an experienced Company Secretary with Governance Institute qualification or equivalent.

July 2022