

Introduction

The Hunger Project UK (THP-UK) Honorary Company Secretary should assist the board of trustees in ensuring compliance with all relevant statutory and regulatory requirements. THP-UK is a company limited by guarantee and a registered charity so compliance with Companies House and Charity Commission requirements is necessary. The Honorary Company Secretary will also assist in the implementation of corporate strategies by ensuring that the board's decisions and instructions are properly communicated and carried out. Further to this, they should be available to provide a central source of guidance and advice within THP-UK on matters of charity ethics, company law and good governance.

Core duties of THP-UK Honorary Company Secretary

The following list includes both those duties which are legal obligations as well as those which result from best practice. This is not a comprehensive list and the company secretary will also need to refer to other pertinent legislation and regulation.

Board meetings

- Facilitating the smooth operation of THP-UK's formal decision-making and reporting machinery;
- Organising board of trustees meetings ensuring advance notification of details are made available to trustees; ensuring that there is proper and appropriate co-ordination of meetings and an effective flow of information;
- Formulating meeting agendas with the chair;
- Collecting, organising and distributing such information, documents or other papers for meetings;
- Ensuring that all meetings are minuted, that approved minutes are maintained, 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 the board of trustees meetings are properly constituted and provided with clear terms of reference, including the production of board papers.

Annual members' meetings

- Ensuring that an annual members' meeting is held in accordance with THP-UK requirements and Articles of Association;
- preparing and issuing notices of meetings;
- obtaining the chair's agreement as appropriate to documentation for circulation to trustees;
- formally minuting the meeting as necessary.

Corporate and Charity Governance

- Assisting the Board Chair in preparing and maintaining the policies required to ensure good governance of THP-UK's activities e.g. Ethics Policy, Anti-Money Laundering Policy
- Keeping abreast of updates to statutory requirements and best practice for good corporate and charity governance. Informing Board Chair of necessary updates and changes to THP-UK's governance policies.

Statutory registers

Maintaining the following statutory registers and responding to appropriate requests concerning the information they contain:

- Register of Directors and Secretaries
- Register of Directors' Interests
- Register of Members

Statutory returns

Ensuring that formal documentation is filed with appropriate bodies, as required, and to report certain changes regarding THP-UK, including:

- Annual report and accounts;
- Amendments to the Articles of Association;
- Notices of removal or resignation of the auditors; and
- Notices of removal or resignation of trustee members.

Annual report and accounts

- Ensuring that the trustees' report and audited accounts are appropriately considered and approved by the Board of Trustees and meet the requirements of company and charity law.