

A large blue circle with a thick blue outline. Inside the circle, the text "Co-operative Secretary Role Profile" is written in a bold, white, sans-serif font, centered and arranged in three lines.

**Co-operative
Secretary Role
Profile**

An example role profile for a co-operative secretary



Co-operative Secretary

PURPOSE OF ROLE

To provide a corporate secretary service to [INSERT NAME OF CO-OPERATIVE] [and its subsidiaries], ensuring that the Board and [Committee members] receive support and advice necessary for them to discharge their duties in the interests of the Co-operative and its members.

KEY AREAS

COMPLIANCE

- To be familiar with the governing document of the co-operative and be able to advise the Board on its content and compliance with it.
- To monitor and review all legislative, regulatory and corporate governance developments [including any applicable corporate governance code and performance indicators] that may affect the co-operative and to be ready to relay this to the Board as and when required.
- To understand the co-operative values and principles and how they are and can be integrated into the governance of the co-operative.
- To ensure that a Schedule of Matters reserved for the Board is created.
- Oversee the creation of an [audit committee] and any other sub-committees of the Board as and when required by the co-operative.
- To maintain the corporate registers of the co-operative and controlling the access to such registers.
- Co-ordinating the production and distribution of the co-operative's annual report and accounts and arranging the appropriate audit of such accounts.
- To report to and provide information to the co-operative's registrar as required by the Act under which the co-operative is registered.
- To organise appropriate indemnity insurance for the Board.

MEMBER SERVICES

- To act as returning officer for Board [and Committee] elections by being responsible for agreeing the form of notices, resolutions, proposals, voting cards and voting papers and circulating clear and conclusive results of decisions reached.
- To act as first point of contact for the co-operative's member queries in relation to the governance of the co-operative.
- To act as a "stakeholder voice" by ensuring that the interests of members, employees and other stakeholders are considered in Board decisions.

BOARD [AND COMMITTEE] SERVICES

- To ensure the effective servicing of the Board [and Committees] and general meetings to include scheduling and ensuring the smooth running of such meetings by:
 - Assisting the Chair to set agendas.
 - Providing guidance on the content of meeting paper.
 - Ensuring good and timely information flows within the Board [and Committees] [and the Senior Staff team].
 - Preparing and circulating notices and associated meeting papers.
 - Accurately recording Board decisions and the results of meeting resolutions.
 - Preparing and circulating minutes of Board and general meetings.
 - Pursuing follow-up action and reporting on matters arising.
- Advising on Board procedures and enabling and ensuring that the Board follow them.

BOARD [AND COMMITTEE] DEVELOPMENT

Under the direction of the Chair:

- To plan and organise the co-operative's induction process for newly elected directors.
- To plan, organise and source appropriate director [Senior Staff Team] professional development programmes.
- To facilitate the Board's [and Committees'] annual performance review.

KEY AREAS cont...

KEY RELATIONSHIPS

Internal

- Acting as a first point of contact in relation to co-operative's governance matters for the:
 - Board as a whole as well as individual directors
 - Chair
 - Members

External

- Regulators and Registrars
- Auditors
- Professional Advisors
- Co-operative Stakeholders

OTHER

Carry out duties as may from time to time be allocated to ensure that an effective corporate secretarial function for the co-operative is delivered. The Board may decide that it is an appropriate fit for the secretary to carry out functions over and above those necessary to carry out this role. However, in doing so an appropriate role description should be drafted for each function and shall form part of a composite role portrait for the co-operative secretary.

QUALIFICATIONS

- ICSA qualified or holds a business related qualification from a recognised UK higher education establishment.
- Practical experience from having held a similar position in another body.

KEY EXPERIENCE,
KNOWLEDGE & SKILLS

- **[Knowledge of the business sector in which the co-operative operates].**
- Strong communication skills both written and verbal and confidence to be able to respond clearly to questions and queries.
- Takes personal responsibility for work produced, is prepared to stand by what is delivered and answer for own actions.
- Strong diplomacy skills.
- Demonstrates courage in their convictions and from an informed position questions established systems, norms and values as appropriate.
- Excellent team player.
- Able to prioritise and manage own workload.
- Attention to detail and accuracy.
- Demonstrated interest in co-operative values, principles, governance structures and the wider social economy.
- Strong social / interaction skills and the ability to network.
- Experience in a member owned organisation and managing relationships with such members.

Thousands of businesses, one network

Co-operatives UK is the network for Britain's thousands of co-operatives. We work to promote, develop and unite member-owned businesses across the economy. From high street retailers to community owned pubs, fan owned football clubs to farmer controlled businesses, co-operatives are everywhere and together they are worth £36 billion to the British economy.