

ROLE PROFILE – SOCIETY SECRETARY

The proposed merger of Central Co-op and Midcounties Co-operative will form a £1.8bn turnover society, with over 1 million members and 13,000 colleagues.

We are proud to be a successful co-operative, founded on co-operative values and principles that co-operatives share throughout the world, and which underlie all that we do.

Job Summary

To act as Secretary for the Society and its Board of Directors.

The role holder will act in accordance with Co-operative Values and Principles and has a key role in ensuring the Society's values are reflected in the leadership and culture of the Society and the way it does business.

Key Responsibilities

Board of Directors

- To advise and guide the board on issues of corporate governance, legal and regulatory compliance, leading the Society legal and compliance teams.
- To act as a sounding board for the Board as a whole, independent of the Chief Executive and management.
- To act as a confidante/sounding board for individual directors.
- To advise and guide the Board on director conflicts of interest.

Governance

- To ensure an appropriate and timely flow of information to the Board and its Committees to allow properly informed decision making.
- To prepare Board papers and produce minutes of the highest quality.
- To ensure the Society conducts itself in accordance with its Rules and to recommend changes to the Rules as required.
- To ensure the Society meets its corporate statutory obligations.
- To act as the returning officer for the Society's annual elections and to administer all aspects of the elections.
- To ensure Society Annual and Interim meetings are conducted in accordance with the Society's Rules and best governance practice.

Society

- To act as a custodian of co-operative values and principles in the Board room.
- To always act impartially and in the best interests of the Society.
- To act as the corporate memory of the Society.

- To oversee the Society's programme of local membership and community activity delivered through its Membership and Community Councils and Member Engagement Committees.
- To maintain effective communications between the Society and related bodies, for example, the Co-operative Party, Co-operatives UK and other Co-operative organisations and external bodies.
- To contribute as appropriate to matters affecting the Co-operative movement.
- To ensure the sound operation of the Society's defined benefit trust-based Pension scheme and the governance of the Society's defined contribution pension arrangements.
- To contribute to the overall management and development of the Society as a member of the Executive, reporting to the Chief Executive in respect of Executive matters.

Dimensions of the Role

- The role is a Board appointment and reports to the Society's President on all substantive matters within its scope (save for pensions and Executive responsibilities).
- The role holder needs to develop a particularly close working relationship with the President, as a confidante and trusted advisor helping to shape their thinking.
- The role holder will act as a fulcrum between the Board and management, advising management on how to approach the Board and acting as a conduit from the Board to management.
- The role requires the highest levels of verbal and written communication. It is critical that communication is clear, precise and considered to avoid misunderstanding.
- The role holder deals routinely with directors, the President, the Vice-Presidents, the Group CEO, members of the Executive and senior management, colleagues at all levels, external professionals, customers, members, and senior figures in the wider co-operative movement.
- The job requires the ability to understand the key elements of a wide range of commercial and co-operative matters to ensure these are presented clearly to the Board for decision.
- The job holder needs very high levels of tact, diplomacy and discretion, a sense of gravitas when the situation demands, and complete confidentiality.
- The job holder will lead a team of colleagues, across the Group regulatory and legal compliance functions, including the Audit, Insurance, Health and Safety, Legal and Secretariat teams.

Required Skills and Experience

Co-operation

- Deeply committed to the co-operative model. Values aligned and able to demonstrate an active commitment to delivering and communicating the values and principles of co-operation on behalf of the Society internally and externally.
- Demonstrates a detailed understanding of the co-operative business model and the membership underpin.

- Comfortable to both challenge and support others.
- Builds collaborative relationships with other co-operative organisations.

Members and Customers

- To lead the development and engagement of the strategy for democratic membership participation.
- Customer and member centric. Delivers a high-quality service to members, the Board and management.
- Puts customers and members at the heart of decision making, ensuring that all deliverables enhance customer and member experience.

People

- Demonstrates high integrity. Fully aligned with the Society values and able to constantly reinforce the behaviours expected from Directors, colleagues and management.
- Is an effective and articulate communicator with gravitas in both spoken and written communication at all levels.
- Able to influence all stakeholder groups.
- Demonstrates strong leadership skills.

Delivery

- Ensure meetings are serviced appropriately.
- Ensure papers are circulated to the Board on time and are of a high standard.
- Strong strategic perspective and planning ability, backed by decisiveness in decision making.
- Provide clear advice where required.
- Demonstrate excellent organisational skills coupled with attention to detail.
- Experience of managing costs.

Qualifications / Experience

Qualified solicitor, or ICSA qualified Secretary

Deep understanding of the Company Secretary role with good working knowledge of corporate governance, business law and finance.