



## **COMPANY SECRETARY**

*West Midlands Historic Buildings Trust, Worcestershire Building Preservation Trust and the City of Wolverhampton Regenerating Buildings Preservation Trust ('the 3 Trusts') are a consortium of building preservation trusts currently operating with a combined Council of Management (trustees), officers and shared services.*

*The 3 Trusts have a consistent record of delivering high quality conservation projects involving the rescue of historic, normally statutory listed, buildings at risk. Recent examples of completed projects several of which have been short-listed for or in receipt of local and nationally recognised conservation awards include:*

- *a 16<sup>th</sup> century timber-framed house at 19-20 High Street, Kinver (1996),*
- *a Georgian townhouse at 12 George Street, Wolverhampton (2002),*
- *the former Victorian office building of The Harris and Pearson Company, Brierley Hill (2003),*
- *Lye and Wollescote Cemetery Chapels and Lodge (now known as the Thomas Robinson Building Stourbridge area Register Office) (2016),*
- *18<sup>th</sup> century Weavers' Cottages in the Horsefair, Kidderminster (2017).*

*At any one time the Trusts are also actively pursuing projects across their area of interest with two schemes currently at advanced stage of development and negotiations taking place on further potential projects.*

*We are looking for either a Trustee or Non Trustee (volunteer) to take on the position of Company Secretary to the Board of Trustees. We need someone who shares in our values and vision to save, sustain and champion vulnerable historic buildings and places in the West Midlands for the benefit of our communities*

**Role Title:** Company Secretary

**Reporting:** Works closely with Chair of Trustees and the Director of Projects.

**Background:** Company Secretary or experienced administrative secretary or lawyer with knowledge of the rules and regulations of the Companies Act.

## **Role Summary**

The main responsibilities of the Company Secretary are to:

- work as part of a team comprised of the Trustee Board and Trustee officers;
- ensure that the 3 Trusts comply with charity law, company law and any other relevant legislation or regulations whilst actively pursuing their objects as defined in the governing documents.

### **Role Detail**

- Maintaining the statutory registers including the register of members.
- Ensuring that all necessary documentation is sent to Companies House and the Charity Commission, including information about appointment or registration of Directors /Trustees, within set deadlines.
- Ensuring that people entitled to do so can inspect company records.
- Custody and use of the company seal.

### **Other Duties**

- Ensure that business meetings and the Annual General Meetings comply with the 3 Trusts' governing documents and procedures.
- Ensure that publications such as annual reports and accounts, and their dissemination, comply with the 3 Trusts' governing documents and statutory requirements.
- Keep under review all legislative, regulatory and governance developments that might affect decision making or the Trusts' operations.
- Make sure that trustees are correctly appointed according to the law and the governing document.
- Help existing trustees understand any technical legal matters arising as a result of Trust activities.
- Assist the Minutes Secretary where required with administration of meetings, including practical arrangements, preparing and circulating agendas and papers, ensuring that meetings are properly convened, constituted and quorate, confirming what decisions have been made and monitoring their implementation, overseeing the accuracy of minutes and ensuring proper records are kept.

### **Person Specification**

We would very much like to find somebody, preferably from a legal background, who has a strong interest in history and our built heritage who would like to get actively involved in saving listed buildings at risk.

#### **Essential requirements:**

- Knowledge of company and charity law.
- High level administrative experience, or previous experience as a Company Secretary.
- Experience of working with voluntary/public benefit organisations including committees and trusteeship.
- Dedication to the Trust's conservation cause and objectives.
- Well organised with an eye for detail.
- A willingness to devote the necessary time and effort to fulfill the role.

### Desirable:

- An interest in and understanding of the management, conservation and development of historic places and buildings.
- A background in the legal profession.
- Knowledge of legislation relating to historic buildings, planning or property.
- Excellent written and oral communication skills and the ability to liaise effectively with a range of other professionals
- An ability to work effectively as a member of a team.

### Time Commitment

- The Council of Management (Trustee Board) holds evening meetings SIX times per year normally in Stourbridge (January, March, May, July, September, November)
- The WMHBT Annual General Meeting is a membership meeting normally held in October.
- The role of the Company Secretary requires an estimated commitment of 2 to 3 hours per month.
- It is important that the Company Secretary is able to devote adequate time to meetings and communication with honorary trustee position holders (Treasurer, Minutes Secretary etc) on a regular basis.

### Term of Office

It is anticipated that the appointment will be made based on a commitment to hold office for a minimum three-year period that may be extended subject to performance. The Trustees will consider applicants willing to act as a Trustee or on a volunteer basis. We will want to see a CV and have referees for this position.

### Location

- Council of Management meetings are normally held in Stourbridge or Worcester (currently virtual). The AGM is held in Stourbridge.
- The Trusts currently have no office premises or staff at present.
- The Trusts registered office address is currently in Kidderminster but likely to move to Wolverhampton in the near future when the current Company Secretary retires.

### Notes

The position is honorary however reasonable expenses associated with the position may be paid subject to agreement.

Further information can be found on the three Trusts web site at:

<https://www.wmhbt.org.uk/index.html> and Facebook pages West Midlands Historic Buildings Trust (WMHBT) and Weavers' Cottages.