Dairy Company Secretary

Finance, legal and corporate

Job title	Dairy Company Secretary
Department	Finance, legal and corporate
Reports to	Chair on Board matters, and General Counsel or Chief Executive for day-to-day management
Direct reports	Assistant company secretary and governance or member services administrators
Location	*[To be confirmed by the employer]*
Contract type	*[Permanent / fixed-term / other]*
Salary and benefits	*[To be confirmed by the employer]*

Job purpose

Makes sure the Board, its committees and the members of a dairy co-operative or company are well served, and that governance meets legal and good-practice standards. Runs Board business, statutory compliance, general meetings and the co-operative member register.

Key responsibilities

Board and committee meetings

- Plan the annual Board and committee calendar with the Chair and committee chairs
- Prepare agendas and coordinate clear, timely Board papers
- Attend meetings and record accurate minutes, decisions and actions
- Track actions and matters reserved for the Board
- Support the audit, remuneration, nomination and risk committees

Statutory compliance

- Maintain statutory registers of directors, shareholders, members and charges
- Make statutory filings on time with company and co-operative registries
- Keep the constitution, co-operative rules and subsidiary records up to date
- Manage subsidiary entities and their governance
- Control the execution of formal documents and use of the company seal

AGMs and member meetings

- Organise annual general meetings, special meetings and regional member meetings
- Prepare notices, resolutions and proxy arrangements in line with the rules
- Run elections for farmer-member and independent directors
- Record results and file resolutions after meetings

Co-operative member register

- Maintain the member register, including admissions, transfers and exits

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- Check member shareholdings against the milk supply requirements in the rules
- Process share issues, redemptions and transfers with finance
- Answer member queries on membership, shares and voting rights

Governance

- Advise the Board on governance practice, directors' duties and the co-operative rules
- Run director induction, training and the annual Board evaluation
- Maintain the register of directors' interests and support the management of conflicts
- Keep delegations of authority and Board policies up to date
- Support the Board on governance reviews and changes to the rules

Qualifications and experience

Essential

- Recognised governance, legal or accountancy qualification
- Substantial company secretarial experience in a sizeable company or co-operative
- Strong knowledge of company and co-operative law and governance standards
- Experience of supporting a Board and its committees
- Experience of running general meetings and elections
- Excellent minute-taking and drafting skills

Desirable

- Experience in a farmer-owned or member-based co-operative
- Experience of share registers linked to supply or trading
- Experience with Board portal and entity management software

Skills and attributes

- Discretion and integrity
- Accuracy and organisation
- Clear, concise drafting
- Confidence with directors and senior executives
- Tact and patience with members
- Planning to deadlines

Measures of success

- Board papers issued to the agreed timetable
- Statutory filings made on time with no penalties
- Accuracy of the member register and share records
- General meetings and director elections run without successful challenge
- Board evaluation actions completed

Working conditions and safety

Office-based, with attendance at all Board and committee meetings. Travel to member meetings and AGMs, some held in the evening.

- Lead by example on health, safety, food safety and animal welfare
- Uphold the code of conduct and all legal and compliance requirements

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- Raise concerns and report incidents promptly

This job description outlines the main duties of the role. It is not a complete list, and the employer may update it as the business changes, in consultation with the jobholder.

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