

Role of the Chair, Treasurer and Secretary

What is the role of the Chair?

The role of Chair of the governing body can help to enhance the good governance of an organisation, and although there are no specific legal responsibilities other than those detailed in the governing document, establishing clear roles and responsibilities for the Chairperson can improve the performance of the governing body.

The roles and responsibilities of a Chair should include the following:

- Ensure the governing body and the organisation fulfil their responsibilities in delivering the aims and objectives of the organisation;
- Provide leadership in establishing strategy and direction for the organisation;
- Line manage senior staff;
- Work with other governing body members to ensure the roles and responsibilities of the governing body are effective, clear and regularly reviewed;
- Work with senior staff to ensure the governing body's decisions are implemented;
- Ensure the views of senior staff are taken into account when the governing body is making decisions;
- Retain an overview of the skills of individual governing body members and ensure the governing body as a whole functions well.

What is the role of the Treasurer?

The role of the Treasurer is to monitor and review the financial position of the organisation, and to report, either verbally or in writing, on the financial health of the organisation to the governing body at meetings, in line with organisational policies, the governing document and legal requirements.

It is good governance for the Treasurer to work closely with employees involved in the day-to-day financial management of the organisation, if applicable, and they should have a head for figures.

Who can be our company secretary and are there any specific responsibilities?

The company secretary, unless stated otherwise in the articles of association of the company, can be a member of the governing body, a worker of the company, the company's solicitor or accountant, or another company, in fact any individual or corporate body can be appointed following the particulars outlined in the governing document of the organisation.

The role of the company secretary is at the heart of good governance of an organisation, and they should play an active role in ensuring that the organisation and particularly the governing body meet its legal duties and act in the best interest of the organisation as a whole.

The duties of a company secretary can include the following:

- Ensure the register of members is up-to-date and make it available for inspection by members;
- Ensure the AGM and notices for the meeting are delivered in accordance with appropriate legislation and the governing document;
- Ensure the voting procedures and resolutions are carried out according to relevant legislation and the governing document;
- Maintain and update all relevant statutory forms, ensuring these are forwarded to the appropriate authorities when changes are made;
- Ensure that relevant documents and returns are filed with the relevant authority, including annual returns, accounts, amended governing documents, change of registered offices, change in governing body members.
- Some organisations combine the role of company secretary with that of administrative duties, such as preparing agendas for governing body meetings and taking minutes of meetings. Although it is now not compulsory to have a company secretary since the Companies Act 2006, it is good practice to have one.

Taken from Co-operatives UK Website