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Position Description: Company Secretary (Volunteer)

Major Purpose

Facilitating the company's corporate governance processes and holding primary responsibility for ensuring that the board processes run efficiently and effectively.

Duties & Responsibilities

The company secretary holds office on terms and conditions as the Directors determine. The tasks of the company secretary can be categorised into meetings and minutes, compliance, and governance administration:

Meetings and Minutes

In relation to meetings and minutes, the company secretary is responsible for:

- Notifying the directors in writing in advance of a meeting of the board as specified in the constitution;
- Ensuring the agenda and board papers are prepared and forwarded to directors prior to the board meeting as set out in the board charter and any associated policies;
- Recording, maintaining, and distributing the minutes of all board and board committee meetings as required;
- Maintaining a complete set of board papers at the company's main office;
- Preparing for and attending all annual and extraordinary general meetings of the company; and
- Recording, maintaining, and distributing the minutes of all general meetings of the company.

Compliance

With respect to compliance, the company secretary is responsible for:

- Overseeing the company's compliance program and ensuring all company legislative obligations are met;
- Development, implementation, communication, and maintenance of compliance policies, processes, and procedures;
- Ensuring all requirements of ACNC, the ATO, and any other regulatory body are fully met;
- Providing counsel on corporate governance principles and director liability.

Governance Administration

The company secretary is responsible for the following governance administration tasks:

- Maintaining the Register of Ongoing Conflicts of Interest and the Register of Related Party Transactions;
- Maintaining a Register of Company Policies as approved by the board;
- Maintaining, updating, and ensuring that all directors have an up to date copy of the Board Charter and associated governance documentation;
- Maintaining a complete list of the Delegations of Authority;
- Reporting at each board meeting the documents executed under a power of attorney, documents executed in accordance with s 127 of the Corporations Act, and reporting on the use of the Seal Register; and
- Any other services the Chair or board may require.

Specific Responsibilities to the ACNC

- To maintain a registered office, and notify ACNC of any change in address within 28 days
- To notify ACNC of a change to the principal place of business
- To lodge notices with ACNC regarding personal details of directors and secretaries
- To lodge reports with ACNC

Email CV to the secretary@queerscreen.org.au along with expression of interest and contact details. We will be in touch within 7 days to discuss.