



## **Company Secretary Position**

### **Role and Responsibilities**

The Company Secretary is an officer of the company and their duties can be wide ranging. While the Corporations Act does not generally specify the role and responsibilities of the company secretary, they usually undertake the following duties:

- Maintaining the company's statutory registers or books. These should include:
  - A register of present and past directors and secretaries
  - A register of all members of Micah, past and present and their shareholdings
  - A register of any charges on the company's assets
  - A register of any Conflicts of Interest
  - Minutes of general meetings and board meetings
- Filing annual returns with the Australian Charities and Not for Profits Commission (ACNC)  
Other documents which must be filed include the directors' report and auditors' report (unless the company becomes exempt), and financial statements, including details of the company's assets and liabilities. This is completed in consultation with the Office Administrator and auditors
- Arranging meetings of the directors and the members where required. This responsibility will involve the issue of proper notices of meetings, preparation of agenda, circulation of relevant papers and taking and producing minutes to record the business transacted at the meetings and the decisions taken.
- Informing the ACNC of any significant changes in the company's structure or management, for example the appointment or resignation of directors.
- Establishing and maintaining the company's registered office as the address for any formal communications. Ensuring that all the company's business stationery carries its name, Australian Business Number (ABN), and registered address. These details must also appear on the company website, emails and order forms.
- Ensuring the security of the company's legal documents, including for example, the Certificate of Incorporation and Constitution and Articles of Association.
- Deciding on the company's policy for the filing and retention of documents.

In summary, the objective for the Company Secretary is to assist the Board and management of the Company achieve the vision and mission of the Company through facilitative, professional and effective meetings along with ensuring compliance and record keeping.