



Job Description

Job title:	Company Secretary and Treasurer (Director and Trustee)
Location:	Westwood Business Park, Westwood Way, Coventry CV4 8HS, Coventry
Salary:	Voluntary (out of pocket expenses will be subject to reimbursement)
Term:	3 years (renewable to a maximum of 3 terms)
Reporting to:	Chair of the Board of Trustees, works closely with other Board of Trustee members and with the Chief Executive
Time commitment:	Four meetings a year plus meeting preparation. Additionally, trustees are invited to the AGM and annual service-user open days/ events. Trustee meetings can be in person or remote.

Duties and responsibilities

MDSC is an incorporated charity, so members of the Board of Trustees are both Company Directors under company law and Charitable Trustees under the Charities Act 1993 (Charities Act).

The Charities Act defines charity trustees as those responsible under the charity's governing document for controlling the administration and management of the charity. The duties of a Trustee are to:

- ensure that MDSC complies with its governing document (its Articles of Association), charity law, company law and any other relevant legislation or regulations
- ensure that MDSC pursues its objects as defined in its governing document
- ensure MDSC applies its resources exclusively in pursuance of its charitable objects (i.e. it must not spend money on activities which are not included in the objects, however worthwhile they may be)
- contribute actively to the Board of Trustees by giving strategic direction to MDSC, setting overall policy, defining goals, agreeing targets, and monitoring performance against agreed targets
- safeguard the good name, mission and values of MDSC
- safeguard the financial stability and sustainability of MDSC

Each trustee should use their specific skills, knowledge or experience to help the Board of Trustees reach sound decisions. This may involve leading discussions, identifying key issues, providing advice and guidance on new initiatives, and evaluating or offering advice on other areas in which the trustee has particular expertise.

In addition to the specific statutory duties of charitable trustee, the duties of a Company Director include:

- ensuring that the company complies with employment law in all dealings with employees (directors may be found personally liable for unfair dismissal, discrimination or unfair work practices) and ensuring that the company complies with all employment law changes
- ensuring that the company fulfils its health and safety responsibilities (i.e. that a risk assessment is carried out and that health and safety policies are in place)
- ensuring that the correct amount of tax, VAT and National Insurance contributions are paid by the company

and on time (N.B. MDSC is not registered for VAT)

- being responsible for the preparation and delivery of documents, on behalf of the company, to Companies House as and when required by the Companies Act. These include, in particular:
 - the annual return;
 - the annual accounts;
 - notification of any change in the company's officers or in their personal details; and
 - notification of a change to the company's registered office.

In executing these duties, trustees are expected to attend quarterly board meetings.

Meetings last approximately two hours and trustees are required to read the board papers in advance of each meeting and come prepared with questions and feedback for discussion. Board papers are distributed one week in advance of each meeting. As a voluntary position, the trustee role is designed to respect the working and other commitments that trustees might have. Meetings are held outside normal office hours and conducted in person at MDSC's offices in Coventry or remotely using video-conferencing.

Person specification

A trustee role would be a great opportunity for candidates who have previously served on for-profit / not-for-profit boards or would like to enhance their board-level credentials.

The Company Secretary and Treasurer should have business administration, legal or accounting skills and experience.

In addition, we are looking for trustee candidates who have the following attributes:

- a commitment to the mission and values of MDSC
- a willingness to meet the minimum time requirement
- integrity
- strategic vision
- good, independent judgement
- an ability to think creatively
- a willingness to speak their mind
- an understanding and acceptance of the legal duties, responsibilities and liabilities of trusteeship
- an ability to work effectively as a member of a team and to take decisions for the good of MDSC

The Board of Trustees collectively values skills and experience in the following areas:

- Finance and accounting
- Knowledge of/ engagement with the small to medium sized business community in the Midlands
- Change management
- Clinical practice – specialist neuromuscular, physiotherapy, osteopathy or other
- Business Administration
- Leadership
- Lobbying/ campaigning
- IT/ Digital

- Knowledge of MDSC's operating environment
- Fundraising
- Strategic planning
- Governance
- Knowledge of MD condition/s, personal connection to MDSC's mission
- Knowledge of the charity sector
- Human resources
- Legal/ legislation in relation to MDSC's work
- Marketing
- Policy
- Monitoring and evaluation of performance

Appendix 1 – MDSC’s mission, vision and values

MDSC’s mission is:

“We work together to support people affected Muscular Dystrophy, creating an environment where full potential and optimal well-being can be achieved, through provision of, or enabling access to, physical therapies and other support services.”

MDSC’s vision is:

“Our vision is to improve the ability of people with or affected by Muscular Dystrophy to live well for longer, putting pwMD in the lead.

We will do this by:

- **growing our service capacity, scope, reach, accessibility and relevance**
- **continuously improving our systems for governance, sustainability and clinical effectiveness**
- **diversifying income streams and improving our engagement with service users via strengthened communications / marketing”**

MDSC has 4 fundamental values that define our culture and activities:

We are:	We demonstrate this by:
Empowering	<ul style="list-style-type: none">• Ensuring that we provide quality information and advice to pwMD in order for them to make their own choices• Working collaboratively to make a difference to the lives of pwMD and those affected by MD• Encouraging the involvement of pwMD in the development and work of the charity
Caring	<ul style="list-style-type: none">• Developing and sharing understanding of the needs of pwMD• Being sensitive to the needs of others• Working towards our vision and goals with enthusiasm, drive and courage• Ensuring that we treat everyone with respect and courtesy
Unifying	<ul style="list-style-type: none">• Drawing upon the views and experience of others in developing the charity• Working in partnership to provide the best possible support for pwMD and their carers• Acting as a facilitator to encourage others to share knowledge and best practice• Bringing together paMD
Innovating	<ul style="list-style-type: none">• Responding positively and energetically to feedback and new ideas• Continually reviewing and improving our services and activities• Seeking new and better ways of working, sharing learning with everyone we work with