



## ***Job Description***

### **Governance and Compliance Manager**

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<b>Department:</b>	Administration
<b>Responsible to:</b>	Director of Human Resources and Administration
<b>Other Key Working Relationships:</b>	Trustees of The Mission to Seafarers, Director of Advocacy & Regional Engagement, Director of Finance, Regional Directors, Branch Operations Manager, Centre Managers and Chaplains.
<b>Hours of Work:</b>	Part-time 28 hours per week, flexible working arrangements available.
<b>Job Purpose:</b>	<ul style="list-style-type: none"><li>• Assist the Director of Human Resources and Administration in developing, implementing, monitoring and maintaining appropriate and effective global governance systems and procedures and co-ordinate all administrative matters relating to the International Headquarters Board of The Mission to Seafarers and its Committees.</li><li>• Act as Company Secretary to the UK Charity, and its subsidiaries as appropriate.</li><li>• Develop, monitor and maintain appropriate non-financial compliance systems and procedures to assist The Mission to Seafarers in complying with regulatory and legal requirements including safeguarding, data protection and health &amp; safety.</li></ul>

#### **Principal Duties and Responsibilities:**

##### **Governance**

- In conjunction with external legal specialists, assist the Director of Human Resources and Administration in developing, implementing, monitoring and maintaining an appropriate and effective global governance framework.
- Coordinate all aspects of meetings of the Board of Trustees of the Mission and its Committees, including dates, agendas, papers and ensuring meetings are quorate.
- Liaise with external advisors/consultants required at Board or Committee meetings e.g. investment advisors and auditors
- Take and publish high quality minutes for Committee and Board meetings.
- Ensure all agreed actions are recorded and monitored, keeping the Trustees and management informed of outstanding actions.



- Ensure all governance records including meeting papers, correspondence, Register of Interests etc are kept up to date and monitored
- Develop and maintain governance policies and procedures in accordance with the instructions of the Board and its Committees.
- Ensure that Articles of Association of the Charity and Terms of Reference of the Board's Committees are reviewed periodically and kept up to date.
- Ensure that effectiveness reviews of the Board and its Committees are carried out on schedule.
- Develop and implement an appropriate Trustee induction process and co-ordinate Trustee training as required.
- Carry out independent research into new developments in charity governance and compliance and monitor charitable law updates, disseminating information internally as required.
- Investigate the appropriate vehicle for the Mission's planned activities abroad and, where applicable, carry out the registrations of new foreign entities, branches or representative offices.
- Act as Company Secretary of the Mission to Seafarers and UK subsidiaries. and in liaison with Director of HR & Admin and Director of Finance ensure timely filing of all relevant regulatory returns in respect thereof.
- Develop and keep under review appropriate constitutions for the Mission's branches and representative offices.

### **Compliance**

- Ensure that the Mission's intellectual property is protected in relevant countries managing registration and renewals of trademarks and copyright.
- Review contracts to ensure the Mission's business interests are protected and advise colleagues on contractual terms, under the supervision of the Director of Human Resources and Administration.
- Assist the Director of Human Resources and Administration with property leases and property purchases and sales including arranging Charities Act valuations and reviewing contracts as required.
- Assist the Director of HR and Administration with the annual insurance renewals for the charity.
- Carry out periodic reviews of policies to ensure they remain fit for purpose and are consistently implemented across the organisation.
- Work with colleagues in overseas branches to ensure they fulfil their compliance responsibilities.
- Liaise with the Branch Operations Manager to ensure that UK branches fulfil their compliance responsibilities.
- Keep abreast with changes to relevant regulations, briefing colleagues on new developments as appropriate.
- Assist the Director of Human Resources and Administration in developing and implementing new policies as required.



## **Person Specification:**

### *Knowledge and Skills:*

- High level of educational attainment, degree level or equivalent is required. A legal, governance or compliance qualification is highly desirable.
- Experience of working in a governance or company secretarial context with an understanding of Board and Committee cycles would be a distinct advantage.
- Experience of drafting and reviewing papers, policies or contracts is required.
- Close attention to detail with evidence of ability to produce high quality Minutes and review, proof-read and quality assure others' papers ensuring they are to the required standards.
- Excellent planning, organisational and time management skills.
- Excellent communication, influencing and negotiation skills, a high level of verbal and numerical reasoning ability and excellent written and spoken English
- Excellent IT skills (Word, Excel and PowerPoint etc.)

### *Personal Qualities:*

- Empathy with the work and purpose of The Mission to Seafarers
- Collaborative and inclusive, prepared to work as part of a wider team
- Excellent interpersonal skills with the ability to establish credibility and deal confidently, diplomatically and competently with external stakeholders, Board and Committee members and staff on all levels
- Resilience and an ability to remain calm and deliberate under any conditions.
- Well-developed listening skills and the ability to demonstrate sound judgement, sensitivity and political awareness.

## **General Requirements:**

- This job description should be treated as a guide to the duties that the post holder is expected to perform. As a term of employment the post holder can be required to undertake such duties as are commensurate with his or her position.
- This job description may be amended to meet the changing requirements of the society at any time and after discussion with the post holder
- The Mission to Seafarers operates an equal opportunities and diversity policy. The post holder will be expected to comply fully with the policy in carrying out their duties.
- The post holder will be expected to comply fully with the Mission's GDPR Data Protection policy in carrying out their duties.
- All employees are required to be aware of their responsibilities towards Health and Safety and to adhere to the Health and Safety Policy