

**Role Title: Governance Manager (Compliance)**

**Reports to:** General Counsel

**Accountable to:** Director ofGovernance and External Engagement

**Hours:** 35 hours a week, not including breaks

**Band:** Grade 10

**Location:** Hybrid – London/Stevenage

**Setting the Scene:**

Reporting to the IET’s Group General Counsel, the Governance Manager (Compliance) supports and shapes effective governance of our board, including supporting the President and the Board fulfil their legal and regulatory obligations. To support with this, the role will provide advice on the last governance best practice alongside providing high-level support and advice to the Board and its Committees.

**Our leadership charter:**

Leadership is important. It helps create the culture that we need to be a success – as individuals, as teams and as an organisation. As part of our framework, we have four behaviours we specifically look for in our leaders:

* **Shares vision** – by setting a clear shared vision of success for the organisation
* **Sparks engagement** – by empowering, inspiring, and developing people
* **Skilfully executes** – by setting stretching performance expectations, reviewing progress, and holding people to account to deliver planned outcomes
* **Sustains progress** – by recognising achievement and encouraging continuous improvement and experimentation

**Our Five Behaviours:**

* I include Everyone
* I do my very best
* I take full ownership
* I work well with others
* I openly communicate

**Key Accountabilities (not necessarily in priority order):**

**Secretariate**

* Oversee the logistics for the meetings, taking minutes of the boards and sub-committees (shared responsibility).
* Co-ordinate administrative, logistical and practical support to the Board, including the smooth running of Board and Committee meetings.
* Assist the Senior Staff Member and Board/Committee Chair with agenda planning and ensure that the Board and Committee Forward Plans are maintained and adhered to.
* Advise and assist the Board of Trustees to enable them to fulfil and comply with their duties and responsibilities.
* Manage the electronic meeting system used to publish papers and information resources to the Board of Trustees and other Committees and be responsible for ensuring appropriate records are kept of Board of Trustees and Board Committee minutes, agenda papers and resolutions.

**Compliance**

* Proactively investigate and implement changes to the IET’s Governance Operating Model in line with best practice within the Governance profession.
* Lead Governance reviews aligned to the Charity Governance Code, to ensure the IET is developing and delivering high standards of governance.
* Complete the submission of all statutory returns.
* Ensure compliance with the Companies Act and the Charities Act alongside internal KPIs in relation to issue of board and sub-committee papers.
* Maintain oversight of any governance related returns and key registers such as Declaration of Interests, alongside oversight of all board and sub-committee meetings, ensuring there is an efficient and effective structure to achieve organisational objectives including the review and maintenance of all terms of reference.
* Ensure that standing orders, including a scheme of delegation, and schedule of matters reserved for the board of trustees and associated procedures are reviewed, updated and properly discharged.
* Monitor compliance with relevant statutory and regulatory requirements, proving advice to the Board of Trustees and Executive Directors.
* Provide governance advice and guidance to the Board, ensuring that the IET complies with relevant legislation, regulation and best practice at all times.
* Ensure the IET has a robust framework for compliance with charity governance standards, and for applying the recommendations of the Charity Governance Code and other good practice.
* Establish and monitor procedures to ensure that the IET complies with the requirements of charity legislation, Charity Commission reporting, and other relevant legislation such as company law and Companies House requirements.
* Ensure that formal documentation is filed with appropriate bodies in line with statutory regulations, as required, and to report certain changes.

**IET Royal Charter and Bye-Laws**

* Act as guardian and custodian to the IET’s governance documents
* Oversee Annual General Meetings and Special General Meetings
* Provide guidance on governance matters, including the application of the IET’s Royal Charter and Bye-laws, as well as the and correct and proper conduct of business and meetings. Arrange and brief external legal advice where necessary to ensure the efficient and effective resolution of issues.
* Review, propose and implement approved changes to the IET’s governing document.

**Governance**

* Maintain oversight of all appropriate matters arising and actions required.
* Provide governance advise and secretarial support to the IET’s other legal entities established by the Board of Trustees
* Create briefings for a range of audiences and stakeholders, including Trustees, Directors and Council Members.
* Work collaboratively with staff colleagues across the IET to ensure the IET’s Governance processes allow effective decisions to made in an agile manner.
* Provide advice and support to relevant colleagues on governance matters.
* Communicate Board and Board Committee decisions to those required to implement them and ensure that actions and tasks assigned are managed appropriately and reported back as required, taking the initiative to ensure that all those involved are aware of what is required, as well identify and resolve potential obstacles.
* Develop modern and robust processes for decisions to be made by the Board of Trustees and its Committees outside the normal meeting schedule.

**Aptitude and Experience:**

* Experience in a governance role, facilitating best practice and providing high-quality customer-focused corporate governance support, to senior management teams, committees and Boards, within a charity or membership organisation with a values driven environment
* Demonstrable understanding and awareness of governance models, current best practice and up to date legal requirements of corporate governance.
* Experience of preparing agendas in line with business priorities and governance requirements; drafting, commissioning, reviewing and editing papers and reports; briefing paper authors and attendees; preparing high-quality minutes; circulating and tracking actions arising from meetings; monitoring conflicts of interests; facilitating recruitment, induction and training for members.
* Experience of working closely with trustees, volunteers, directors and senior leadership
* Professional qualification in governance (CGI/ICSA qualification or similar)
* Strong MS Office skillset
* Excellent organisational skills, attention to detail and high degree of accuracy
* Excellent communication and stakeholder management skills
* Good understanding of Charity Commission regulations
* Ability to identify ways to deliver agile governance practices
* Commitment to equality, diversity and inclusion
* Ability to work independently as well as a collaborative team player with a flexible approach
* Ability to work well under pressure and deliver to strict deadlines.
* Experience of developing, managing and monitoring a budget
* Experience of working with confidential and sensitive material in a professional manner

This role description isn’t intended to include specific tasks, temporary activities or projects but aims to describe the overall purpose and outputs for the role and may be subject to change. Using this role profile, specific success objectives will be part of the ongoing performance conversations with your manager throughout the year.

It’s the expectation that you will understand and keep up to date with IET mandatory policies, including data protection and data handing, as well as current Health and Safety policies, undertaking any training updates as needed.