



POSITION DESCRIPTION

Position Title:	Company Secretary
Cluster / Business Unit / Division	Finance and Business Support
Section or Unit:	Legal Services
Classification:	Band 7
Position Description Number:	PD-1567
Work Contract Type:	Professional
Job Family:	Professional
STEMM/NON-STEMM:	NON-STEMM

POSITION PURPOSE

The Company Secretary is to perform company secretarial responsibilities for the ANSTO Board of Directors and the Boards of Directors of ANSTO's subsidiaries, and their respective board committees (ANSTO Boards), and to ensure their effective and efficient operations.

First, this role includes compliance responsibilities, such as managing board processes and ensuring the ANSTO Boards comply with statutory obligations under applicable laws, as well as undertaking any legal responsibilities of the company secretary required under the Corporations Act or PGPA Act.

Second, this includes performance responsibilities and ensuring that the practices of the ANSTO Boards is consistent with good practice standards in corporate governance, high standards of integrity, and supports the fulfilment of director duties.

ORGANISATIONAL ENVIRONMENT

ANSTO is a leading global nuclear science and technology organisation delivering world-class research and expertise to benefit Australia and support a more sustainable future. Using nuclear science, we improve health, support industries, provide expert advice to government on nuclear technologies and help develop Australia's nuclear workforce.

The Finance and Business Support Group brings together several of ANSTO's Corporate Services functions, creating greater synergies across operational areas of our organisation, and more streamlined interfaces with the Department of Industry, Science, Energy and Resources and other Federal agencies. These functions include:

- Finance and Operational Services
- Corporate Affairs
- Legal Services
- Regulatory and Safety Assurance
- Capital Program Management Office

ACCOUNTABILITIES & RESPONSIBILITIES

Key Accountabilities

- Provide expert support to ANSTO Boards to enable their effective and efficient operations including:
 - To operate in accordance with their obligations under the PGPA Act, the ANSTO Act, and the Corporations Act, as applicable (including ensuring all required ASIC filings) and any similar governance law, as well as ANSTO's established charters and policies, the Minister's expectations as set out in the Minister's Statement of Expectations and constitutions or other establishment documents. This includes reporting obligations.
 - The implementation and maintenance of the Board governance framework including relevant policies.
 - To operate in accordance with good practice standards in corporate governance, high standards of integrity, and supports the fulfilment of director duties.
 - Identifying emerging governance risks and/or issues on governance matters to the ANSTO Boards.
 - Safeguarding the integrity of the organisation by promoting the policy, risk, governance and compliance frameworks in the operations of the ANSTO Boards.
 - Organising to obtain advice for directors regarding application of any applicable law or governance obligations, if requested.
 - Providing general company secretariat support such as preparation of agendas, completion and delivery of meeting papers and minutes, follow up on actions arising from meetings, and ensure the safe storage of papers and signed minutes, and maintaining the board paper system.
 - Maintaining registers for ANSTO Boards including of the skills of Board members, interests, actions arising, ministerial directions, and board and committee memberships detailing tenure periods.
 - Maintaining and assisting in the implementation of any ANSTO Board conflict of interest management plans.
 - Assisting in the preparation of annual work plans and budgets, development of induction programs, performance evaluation programs and professional development opportunities for ANSTO Boards.
- When requested by the ANSTO Board, support the ANSTO Board in communications with the responsible Minister.
- Prepare any statements or documents required in relation to corporate governance, including for ANSTO's Annual Report, or Corporate Plan, as requested by the Chief Executive Officer or ANSTO Board Chair.
- Manage the corporate records of ANSTO subsidiaries.
- Provide expert support, if requested by the Chief Executive Officer, in relation the effective operation of ANSTO governance committees, and application of good practice standards in corporate governance and compliance with PGPA Act in relation to their operation.

Decision Making

- Making decisions in relation to and inherent in the above accountabilities.
- The position works within a framework of legislation, policies, regulatory requirements, professional standards and resource parameters.
- The position is responsible for the accuracy, integrity and quality of the content of work undertaken, and is required to ensure that decisions are based on sound evidence, but at times may be required to make effective judgements under pressure or in the absence of complete information.
- Determines key work priorities within the context of work plans agreed with the applicable ANSTO Board chairs and Manager.

- The levels of authority delegated to this position are those approved and issued by the Chief Executive Officer. All delegations will be in line with the ANSTO Delegation Manual AS-1682 (as amended or replaced).

Key Challenges

- Ensuring a high level of attention to detail in an environment that is time sensitive, high profile and may have conflicting priorities
- Providing impartial support
- Maintaining confidentiality of ANSTO Board information
- Keeping abreast of current changes and developments in applicable laws, recommended good public sector governance and corporate governance
- Understanding the varied operational and business requirements of ANSTO
- Ability to work collaboratively and to identify potential ANSTO-wide risks
- Focus on continuous improvement.
- Working in a highly collaborative manner

KEY RELATIONSHIPS

Who	Purpose
Internal	
General Counsel/Chief Financial Officer	<ul style="list-style-type: none"> • Receive day-to-day guidance and direction and approval for initiatives • Work collaboratively • Provide research and seek advice on specific topics
Other Internal Colleagues	<ul style="list-style-type: none"> • Work collaboratively • Contribute to group decision making processes, planning and goals • Provide opinions and support • Receive advice • Negotiate and resolve conflicts
External	
ANSTO Board members and ANSTO Executive	<ul style="list-style-type: none"> • Provision of support per accountabilities • Obtaining instructions relevant to role responsibilities • Support a positive, constructive and forward-looking approach to relationships
Corporate regulatory agencies	<ul style="list-style-type: none"> • Completing filings and obtaining information

POSITION DIMENSIONS

The Company Secretary is required to work in a highly collaborative and manner, to communicate effectively, and to build and maintain ongoing productive working relationships with internal and external stakeholders.

Staff Data	
Reporting Line	Reports to General Counsel
Direct Reports	1x Board Governance Manager
Indirect Reports	Nil

Special / Physical Requirements	
Location:	Lucas Heights Remote or flexible working to be otherwise as agreed
Travel:	May be required travel to ANSTO sites from time to time Some travel to other ANSTO sites within Australia Some travel within Australia and outside Australia as and when required to support the needs of internal clients
Physical:	Office based physical requirements (sitting, standing, minimal manual handling, movement around office and site, extended hours working at computer) Public speaking
Radiation areas:	Not expected to perform duties in an area where radioactive materials are handled
Hours:	Willingness to work extended and varied hours based on operational requirements
Clearance requirements:	Satisfy ANSTO Security and Medical clearance requirements
Workplace Health & Safety	
Specific role/s as specified in AG-2362 of the ANSTO WHS Management System	All Workers Officer (definitions found in appendix 1 of AG-2362) Other specialised roles identified within the guideline a position holder may be allocated to in the course of their duties

ORGANISATIONAL CHART

On file.

KNOWLEDGE, SKILLS AND EXPERIENCE

1. Degree or higher qualification in law.
2. Formal company secretarial training from the Governance Institute of Australia or equivalent
3. Extensive experience as a company secretary in a public entity or an Australian company of at least medium to large size.
4. Demonstrated application of corporate governance principles and recommended good practice and ability to provide objective, informed and plain English advice on corporate governance matters
5. Demonstrated ability to translate governance theory into appropriate policies, processes and frameworks
6. Demonstrated ability to deal diplomatically and tactfully with a wide range of diverse stakeholders
7. Demonstrated strong professional ethics and integrity
8. Demonstrated strong organisational, analytical and problem-solving ability
9. Demonstrated high level communication and planning skills with the capacity to influence key decision-makers
10. Prior experience in applying the *PGPA Act* is highly desirable.

VERIFICATION

This section verifies that the line manager and appropriate senior manager/executive confirm that this is a true and accurate reflection of the position.

Line Manager		Delegated Authority	
Name:	Felicity Dougherty	Name:	Emily Hodgson
Title:	General Counsel	Title:	Chief Operating Officer
Signature:		Signature:	
Date:		Date:	