Job Specification: Interim Head of Governance

Department:	Governance and Business Transformation
Scale:	5
Line managed by:	Director of Governance and Business Transformation
Responsible for line managing:	EA to the Leadership Team; Support Services Coordinator and Travel Officer
Location:	UK – Manchester affiliated

MAG's Vision is a safe future for women, men and children affected by violence, conflict and insecurity. People will live in communities where their rights are upheld, with dignity and choice and free from fear from mines, explosive remnants of war (ERW) and the impact of small arms and light weapons and ammunition.

MAG's Mission is to save lives and build safer futures. We will use our core skills and distinctive competence to save lives through the removal of mines and ERW, and reduce the impact of small arms, light weapons and ammunition on people and communities. How we do this is as important as what we do – we work primarily with and for communities, for us 'it's all about people'.

MAG's Values. Our values come to life through our actions, every day. How we act has an impact on others. As someone who works at MAG, you can help to create a positive culture by demonstrating our values through your own behaviour and actions. Everyone has a role to play in shaping our culture. Everyone should understand our values and is encouraged to think how they are relevant to their individual role.

DETERMINED - we work with purpose

EXPERT - through excellence and expertise we build trust

INTEGRITY - we strive to do the right thing

COMPASSION - people come first in everything we do

INCLUSIVE - we are inclusive, and we value diversity

Job Purpose:

The Interim Head of Governance is a fixed term, part-time (4 days a week) role until the end of 2023. They will provide strategic corporate governance advice and operational secretarial support to both the Board and Leadership Team (LT) in ensuring that the organisation runs properly and within compliance. The interim Head of Governance will establish and maintain the highest standards of governance at all times and shares legal responsibility with trustees.

To provide a professional and confidential business support to the Chief Executive. The exercise of high-level confidentiality and discretion is central to the role.

This post is also Data Protection Officer (DPO) and plays an important role to ensure MAG is compliant with Data Protection Regulations.

Job Description

Governance

- Provide governance advice and guidance to the Board and Leadership Team (LT), ensuring that MAG heeds to and complies with relevant legislation, regulation and best practice at all times. Guide on legal and governance matters, including the application of MAG's Articles of Association, 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.
- Ensure that MAG charity has a robust framework for compliance with charity governance standards, and for applying the recommendations of the Charity Governance Code and other good practice.
- Maintain and review procedures for the sound governance of the charity and advising on developments in governance issues including changes to legislative and regulatory obligations.
- 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.

- Lead the process of non-financial compliance with MAG's governing document, including management of any membership and governance reporting requirements.
- Maintain oversight of MAG's Trademark registrations.
- Oversee the regular and systematic review and approval of organisational policies, ensuring they are kept up to date and referred to the appropriate Board Committee for approval. Ensure that organisational policies are prepared to consistent quality standards, effectively disseminated and readily accessible.
- Provide corporate governance advise and secretarial support to MAG's other legal entities established by the Board from time-to-time, including but not limited to MAG Belgium and MAG Poland.
- Work with and advise relevant MAG US staff, and their advisers, on initiatives to ensure and maintain strong MAG-MAG US governance arrangements.
- Lead on maintaining and managing corporate relationships with relevant internal and external key stakeholders including suppliers for Governance support, service providers (including MAG's external Legal Advisers, external legal and financial advisers for MAG Belgium and MAG Poland, external evaluators), industry regulators and Country Programmes.

Board and Committees

- Facilitate the smooth operation of MAG's formal decision-making and reporting machinery.
- Ensure that the Board and Board Committees have clear terms of reference and are properly constituted, operated and supported, according to MAG's governing document, their respective terms of reference and the regulatory framework.
- Ensure that Board and Board Committee meetings are run smoothly and effectively by providing high quality secretariat support including preparation of agendas and papers, overseeing practical arrangements, taking and writing up minutes, maintenance of appropriate archives of governance records.
- Communicate Board and Board Committee decisions to those required to implement them and ensuring 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 as identify and resolve potential obstacles.
- Manage the electronic meeting system used to publish papers and information resources to the Board and LT and be responsible for ensuring appropriate records are kept of Board and Board Committee minutes, agenda papers and resolutions.
- Assist the Chief Executive, Director of Governance and Business Transformation,, relevant Leadership Team Leads, the Chair and Board Committee Chairs with agenda planning and ensure that the Board and Board Committee Forward Plans are maintained and adhered to.
- Work closely with the Director of Governance and Business Transformation and EA to the CEO/Leadership Team to ensure that there is proper and appropriate co-ordination of Board, Board Committee and LT meetings and an effective flow of information.

Statutory and Regulatory

- Provide advice and information on regulatory, statutory and corporate governance matters, ensuring MAG remains compliant and proactively manage new requirements on an ongoing basis.
- Establish and monitor procedures to ensure that MAG complies with the requirements of charity legislation, Charity Commission reporting, and other relevant legislation such as company law and Companies House requirements.
- Be the initial point of contact between MAG, the Charity Commission and other relevant regulators.
- Be responsible for all filing arrangements and the completion of annual returns to the Charity Commission and Companies House.
- Ensure that formal documentation is filed with appropriate bodies, as required, and to report certain changes regarding MAG, including but not limited to: MAG's Annual report and accounts, changes to Board of Trustee membership, changes in the charity's details, changes to MAG's governing document, reporting serious incidents to the Charity Commission.
- Be closely involved in the co-ordination of the preparation, publication, distribution and presentation of the annual report to ensure compliance with relevant regulations and sector good practice.

Trustee support and recruitment

- Advise and assist the Board of Trustees to enable them to fulfil and comply with their duties and responsibilities.
- Advise the Board on appropriate approaches for reviewing board performance and facilitate board evaluations (internally and externally led) and any ongoing development matters resulting from that exercise in liaison with relevant colleagues.

- Advise the Board and LT on the skills criteria for Board and Committee membership, identifying any gaps and supporting the recruitment, selection, induction (of Board and Committee members) and trustee appraisals. Advise on the retention and refreshment of skills on the Board.
- Manage initiatives that support the development of the trustees and their integration and interaction with MAG.
- Act as a channel of communication and information for trustees and staff, where appropriate.
- Be responsible for the maintenance of registers including, members of the board of trustees, trustees' interests, hospitality and gifts, persons with significant control and other registers as allocated from time to time and respond to appropriate requests concerning the information they contain.

Data Protection Lead

- Create guidance for data processors and advise staff on the provisions of the Data Protection Act 2018
- Process and respond to all requests for information, correction, or erasure by data subjects.
- Liaise with the Information Commissioners Office (ICO) as needed.
- Report data breaches to the ICO and Charity Commission accordingly.

Management Support

- Manage and coordinate office administration and procedures, in order to ensure organisational effectiveness, efficiency, and safety.
- Oversee delivery of a high quality travel booking service to MAG staff (and other personnel) and ensure continuous improvement and the development of systems and processes.
- Oversee management of MAG's complaints policy and procedures, ensuring the policy is reviewed regularly.
- Oversee management of ISO 9001:2015 and ISO 14001:2015 standards.
- To act as Crisis Management Team Administrator, supported by the Support Services Coordinator, when a crisis arises.

Management

- Lead, manage and motivate the Management Support Team (the Executive Assistant to the Leadership Team, Support Services Coordinator and Travel Officer) to perform to a high standard, conduct appraisal meetings and regular 1-2-1's in line with MAG policy, nurturing effective communication, coordination, collaboration, accountability and teamwork in the implementation of approved plans in line with MAG's vision, mission, values and strategy.
- Develop, monitor and maintain the team budget.
- Manage and coordinate office administration and procedures, in order to ensure organisational effectiveness, efficiency, and safety.

All HQ staff are expected to undertake the following general duties:

- Work within the framework of MAG's core values, promoting its ethos and mission statement.
- Work towards achieving programme and/or department business plan objectives.
- Ensure familiarity with and adhere to all MAG policies and procedures and keep informed of MAG activities.
- Travel overseas, sometimes to developing countries and areas in conflict, as and when required.
- Understand and uphold the standards outlined in MAG's Safeguarding Framework, acting with due care and attention to safeguard the wellbeing of anyone that comes into contact with MAG's work and reporting concerns if they do arise.

Some Job Descriptions may be supplemented by specific Terms of Reference.

This is a non-contractual document that can be varied from time to time as circumstances dictate. This job description is intended to summarise the main duties and responsibilities of the post; this is not intended to be a full and exhaustive list of tasks. All MAG staff are expected to demonstrate flexibility and willingness to perform appropriate tasks when the need arises.

Person Specification

Essential Experience

- Demonstrable experience of supporting and advising a Board of Trustees and Executive
- Experience of working with the Charity Commission
- Experience of working as a Data Protection Officer (DPO)
- Experience of leading, managing and inspiring teams

- Experience of developing, managing and monitoring a budget
- Experience of working with confidential and sensitive material in a professional manner
- Significant experience of operating at a senior management level, dispensing accurate and respective governance advice.
- Maintaining and supporting the use of a Board portal/electronic meeting system such as Board Effect or Diligent

Essential Skills and Knowledge

- A depth of understanding of charity law and of the legal duties, responsibilities and liabilities of trustees
- Contemporary knowledge and understanding of latest developments in corporate governance
- A corporate governance expert with competent minute-taking skills
- Knowledge of Data Protection regulations
- Meticulous organisation skills and attention to detail and ability to prioritise
- Proven ability to challenge, influence and persuade others whilst maintaining relationships and working in partnership (internally and externally)
- Professional, ensuring that MAG, the Board and the Leadership Team are represented appropriately at all times both internally and externally
- Ability to analyse and interpret complex data and present written and verbal information in a clear and concise manner
- Ability to ensure confidentiality is adhered to, and information is dealt with appropriately
- Resilient and able to work well in a busy environment, with competing priorities
- Proficient in MS Office (Outlook, Word, Excel and PowerPoint)

Desirable

- Experience of working for an International NGO or comparable organisation

Essential Aptitude

- Customer focused
- Tactful, diplomatic and pro-active
- Excellent team working with the ability to build relationships at all levels
- Able to work flexibly on limited occasions to support meetings outside of normal working hours
- Ability to understand, demonstrate and apply MAG values

Updated: September 2023

Signed employee:	**Date:**
Signed manager:	**Date:**