

Whitmill Trust Company Limited

Head of Company Secretariat – Luxembourg

Job description

Reports to:	Head of Luxembourg Office
Main job purpose:	<ul style="list-style-type: none"> • To help deliver company secretariat services to a number of our client legal entities and internal governance committees and will be responsible for ensuring adherence to relevant Luxembourg regulations and internal governance policies • To be responsible for leading and delivering effective corporate governance arrangements for our client entities • To act as a strategic business partner to inform and influence the Board of Directors of the WTCL Luxembourg entity and Committee's on matters relating to corporate governance • To act as an influencer and champion of best practice for company secretariat and corporate governance arrangements across Luxembourg • In addition, the incumbent will be responsible for ensuring that all policies, procedures and practices keep pace with changing regulatory and statutory requirements, in terms of Boards, Committees and individual Directors

Key duties and responsibilities:	<p>The postholder will assume full responsibility for performing and delivering the following:</p> <ul style="list-style-type: none"> • Board and Committee Support • Management of the day to day governance requirements for boards and committees within the jurisdiction • Appointment to Board of Directors of SPV entities under administration • Act as alternate director to the Head of Luxembourg administration when required • Develop a close working relationship with chairs and members of boards and committees • Act as first point of contact for these chairs and members in all matters relating to governance and company secretariat work • Compile a working framework of risk and regulatory matters, highlighting key risk indicators and key performance indicators • Developing new business relationships within the corporate and funds environment • Liaising with the new business team regarding the on-boarding of new
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clients

- Advise on HR matters/corporate governance/management of people
- Establish ORM framework for each client entity
- Identify areas for improvement and bring solutions to the collaborative core
- Support the process for appointments and elections of board and committee members
- Contribute to meeting discussions as and when required and coordinate advice for members of the legal, governance, accounting and tax implications of relevant legislative changes
- Oversee proper scheduling, coordination and operation of the board meetings and committee meetings
- Organising and preparing agendas and papers for board and committee meetings, maintaining up to date records and distributing material
- Taking minutes and following up actions from meetings, including minute review process
- Providing dedicated point of contact for all board and committee members
- Oversee the maintenance of an annual calendar of board and committee matters, ensuring full compliance with relevant constitutional documents, terms of reference/charters, Legal Entity Governance Standards, as well as all other statutory, regulatory and legal requirements
- Leading board and committee effectiveness reviews

Compliance

- Overseeing the maintenance of statutory books and registers, including electronically via Blueprint
- Overseeing the preparation and submission of annual compliance statements and all required regulatory filings
- Overseeing the filing of statutory accounts
- Preparation of routine board resolutions
- Provision of company information as required by business, auditors and regulators

Other

- Drafting, maintenance and approval of policies and procedures
- Dealing with correspondence, collating information and writing reports, ensuring decisions made are communicated to the relevant company stakeholders
- Preparing agreed upon management information and key performance indicators
- Liaising with Controlled Functions
- Overseeing periodic review
- Guide/advise junior members of the team

Technical skills	<ul style="list-style-type: none"> • Understanding of the Finance Sector and the Luxembourg Commission de Surveillance du Secteur Financier (CSSF) • Comprehension of the regulatory and legal framework pertaining to the Funds sector in Luxembourg • Experience of Private Equity and Real Estate • At least ten years company secretarial experience in a financial institution • Well-organised with attention to detail • Ability to write concise and accurate minutes on a timely basis • The ability to assimilate and handle a large volume of information • Polished and effective communication skills with the ability to build consensus in a large and complex organisation • Strategic and systematic thinker with the ability to execute • A self-motivated and goal-oriented individual • A professional, supportive and collegiate working manner • Ability to operate seamlessly at multiple levels of the organisation and to become a trusted advisor to key stakeholders • Ability to operate both autonomously to drive a deliverable, as well as to work effectively as part of a global virtual team • Demonstrate inquisitive mind-set to continue to develop best practices • Insightful and ability to demonstrate initiative and think broadly to be proactive in connecting various requests or work streams • Proactively organise and prioritise workload managing own time effectively, highlighting potential problems and proposing possible solutions • Able to multi-task and work flexibly to meet the needs of the Company • Able to work under pressure to tight timelines • Excellent organisational skills • Excellent people management skills • Ability to conduct and undertake/evaluate capabilities/assessments • Crisis management skills desirable but not essential • Analytical observation skills • Good problem-solving skills • Ability to look ahead, anticipate change and make provisions/plans for acceptance and inclusion within the wider group
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Professional qualifications:	Essential requirements ICSA Qualified (ACIS or FCIS) or equivalent. Minimum 5 years' experience at senior management/associate director level.	Desired requirements
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