

Head of Governance



> Governance and Compliance

What's it all about

Working closely with the Director of Governance and Compliance (DGC) and with key stakeholders across the Group you will be responsible for delivering a high quality governance, company secretarial and compliance function across the Notting Hill Genesis (NHG) Group, supporting the DGC and at all times in ensuring that the Group is compliant with all regulatory and legislative requirements, embedding a culture of robust governance, and ensuring that our people understand what compliance requirements apply to them and leading on training and support as required.

You will be incremental to the delivery and embedding of the Governance Framework across the organisation ensuring compliance with the National Federation of Housing Code of Governance or other applicable code and the RSH Governance and Viability Standards.

You will lead on the provision of an efficient administration service to our boards, committees, subsidiaries and joint venture partnerships whilst ensuring at all times this service adheres to our Governance Framework and principles of good governance.

How you'll make a difference

You will embed our Governance Framework ensuring compliance with Regulator of Social Housing Regulatory Standards, chosen Code of Governance, and support the DGC in taking action to ensure the Group complies with all applicable regulation and legislation including day-to-day management of whistleblowing, anti-money laundering, counter-fraud and fraud and consumer credit compliance.

You will be aware of emerging policy and support the DGC in disseminating good practice across the group, partnering with HR to deliver training and raise awareness of governance and compliance across the Group.

You will manage our shareholding arrangements as well as provide support to NHGs resident

forum through the provision of governance secretariat services.

How you'll do it

Management responsibility - you will manage a team of at least six direct reports and a minimum of three indirect reports

Governance

- Deputise to the DGC (the Deputy Company Secretary) and/or the Group Company Secretary as Company Secretary across the NHG Group as may be required
- Deliver and embed the governance framework to ensuring compliance with the Social Housing Regulator's Standards, and that we can robustly evidence such compliance to the Regulator of Social Housing.

Boards and Committees

- Deliver a best-in-class governance function including:
- ensuring that the board and committees are supported through governance presence at all meetings, ensuring the provision of advice and guidance on governance matters as required.
- Ensuring that all board and committee administration is efficiently managed and delivered including ensuring minutes are of good quality, that complex debate is accurately summarised and that all minutes are completed, filed and signed off within the agreed timescales as directed by the DGC.
- Ensure that board and committee packs are collated and circulated in a timely manner and in accordance with agreed timescales and to a high standard of presentation.
- Ensure that the board and committee forward plan is always maintained.
- Support the DGC on carrying out the annual board and committee member appraisals and the annual board and committee effectiveness assessment.
- Oversee the administration of all board and committee member induction, training and off boarding ensuring that accurate records are maintained at all times.

- Support the DGC on skills assessments and succession planning and board and committee member recruitment as required.
- Oversee and annually review the Governance Framework (including the Scheme of Delegations) recommending any changes or updates to the DCG
- Maintain and review relevant probity policies and associated registers (gifts and hospitality, declarations of interest) as and when required and always in accordance with the Policy Framework.
- Oversee the governance of policies and similar documents across the Group in accordance with Policy Framework.

Company Secretarial

- Manage the AGM including preparation of the relevant notices and supporting documentation, drafting any supporting documentation, supporting the DCG in relation to the recording of attended, proxies, absences and votes.
- Supporting the DGC on the day-to-day communications with shareholders, proactive management of shareholder membership in accordance with NHG's rules, the shareholder policy and the Code of Conduct.
- Reviewing the shareholder policy and Code of Conduct at least annually and in accordance with the Policy Framework
- Deal with all enquiries on company secretarial and compliance issues, escalating to the DGC as appropriate
- Provide advice and information on regulatory, statutory and corporate governance matters, ensuring the business remains compliant and proactively managing new requirements on an ongoing basis.
- Ensure all filing arrangements / annual returns including confirmation statements with relevant statutory registrations, regulators and government bodies are done promptly and accurately including maintenance of the group's FCA registration, and submission of filings to, Companies House, and the Charity Commission as required
- Maintain the share registers for all entities and ensure correct filings are undertaken for all

issuance, redemptions and returns of such to Companies House

- Maintain company records to a standard that would bear inspection at any time, including those maintained via the digital systems and internal records
- Oversee the signing and sealing of the Group's legal documents in accordance with an agreed process and the standing orders, financial regulations and scheme of delegations and in a timely manner, proactively managing periods of high volume.
- Ensure that entities follow all relevant legislation, in particular the Companies Act 2006 and ECCTA
- Monitor changes in relevant legislation and the regulatory environment and with the support of the DGC take appropriate action

Compliance

- Support the DGC in ensuring that NHG adheres to all relevant laws, regulations and internal policies fostering a culture of compliance across the organisation.
- Deliver and embed the compliance framework for NHG, working with the DGC in developing reporting and providing assurance on the Group's compliance position, developing performance monitoring measures and monitoring those performance measures.
- Monitor and advise on compliance with anti-money laundering legislation, having day-to-day responsibility for managing the AML register, managing the inbox and ensuring a robust framework of controls is in place across the organisation.
- Maintain the organisation's asset and liability arrangements, working with the business to ensure this is maintained and available as may be required.
- Managing reporting requirements with HMRC or similar body.
- Overseeing the submission of the annual fraud return to the RSH.
- Provide support to the MLRO (the CFO) and the MLCO (the DGC) as and when required.
- Maintain the Group's compliance register, regularly reviewing and updating to ensure proper and accurate oversight of all regulatory, statutory and other returns submitted across the Group.

- Monitor on a day-to-day basis the Group's whistleblowing and fraud inboxes, ensuring escalation to the DGC as appropriate and in accordance with the Whistleblowing Policy and the Fraud Policy and providing guidance and support to the Group as required on such matter, at all times ensuring appropriate controls are in place to ensure compliance
- Ensure compliance with consumer credit permissions ensuring annual submissions are reported to the FCA in accordance with applicable regulations.
- Collaborate with HR to design and implement effective recruitment, induction and training programmes.
- Ensure that you follow and keep up to date with all relevant Notting Hill Genesis and statutory policies and related procedures including health and safety and financial regulations.
- Hybrid arrangements - at least two days a week in an office but recognising some flexibility is required given the role and requirements to support the board and committee meeting schedule. On other days, working from home may be possible, depending on the work and the interaction required.

All about you

Our values

We succeed together

By working as one and respecting diverse perspectives, we support each other to consistently deliver better outcomes for our residents and communities.

We keep our word

We do what we say we will do, and act with integrity and ownership to build trust and provide the high-quality service people expect from us.

We do better every day

We are always looking for better ways to work and raising standards and strengthening communities through continuous improvement.

Essential knowledge, experience and skills

- Experience in a similar role in highly regulated environments.
- Proven experience of managing a governance function in a regulated environment.
- Chartered Company Secretary or equivalent qualification.
- Experienced in the management of fraud and other compliance functions.
- Good working knowledge of the relevant legislation, statutory and regulatory requirements and the environments in which they operate.
- Evidence of working in an environment of managing & mitigating risk.
- Strong management skills to engage, motivate and grow talent, building a culture of high performance.
- Experience in training and competency frameworks and evidencing these to ensure colleagues are best equipped & compliant.
- Advanced IT and systems skills including Microsoft office.

Key Responsibilities

Governance & Compliance

Promote high standards of corporate governance ensuring the Group meets its legal, governance and regulatory obligations

Update company rules, standing orders, terms of reference, schemes of delegations, codes of governance or governance and legal policies for consideration and approval by the relevant decision-making body. Ensure strategies, policies, procedures and service agreements are regularly reviewed and revised in line with best practice and NHG's governance framework. Maintain the organisation's asset and liability arrangements, working with the business to ensure this is maintained and available as may be required.

Support the Board and Committees in succession planning, recruitment, induction, training, and performance appraisal.

Lead the effective secretariat of the Boards and Committees to meet the needs of the group, board members and legislative / regulatory / governance requirements.

- Deliver the statutory administration of NHG and its subsidiaries including ensuring statutory records are maintained and timely and appropriate filings with Companies House, HMRC, and FCA etc.
- Undertake special investigations as may be delegated by the DGC in cases of suspected fraud, misappropriation or other irregularities. This may include the interviewing of relevant staff or other stakeholders where relevant.
- Ensure compliance with relevant legislation including money laundering, whistleblowing, antibribery, anti-fraud and FCA consumer credit..

Strategy & Policy

- Manage NHG's policy framework for strategies, policies and procedures.
- Monitor the external environment, horizon scanning, assessing development in government policy at national and local level, as well as changes in guidance and best practice issued by regulators, professional associations, membership groups and other bodies.
- Support on the delivery of expert advice and guidance develop and implement strategic policies, practices and action plans.