



Clerk to the Council and Company Secretary Application Pack

Thank you for your interest in the above role and our Organisation.

Within this application pack you will find the following information

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Addysg Oedolion Cymru | Adult Learning Wales is committed to supporting and promoting equality and diversity and to creating an inclusive working environment. We believe having a diverse workforce at all levels allows us to reflect the communities we serve.

Diverse perspectives and experiences are critical to our success, and we welcome applications from people from any background who have the experience and skills needed to perform this role.

Adult Learning Wales acknowledges the importance of developing and growing its bilingual workforce. Applications for any post can be submitted in either Welsh or English. Applications submitted in either language will be treated equally.

If you experience any difficulties or require the form in a different format please contact recruitment@adultlearning.wales

We look forward to hearing from you.

About Addysg Oedolion Cymru | Adult Learning Wales:

Adult Learning Wales (ALW) is the national Adult Community Learning (ACL) organisation and unique in Wales in being completely focused on this element of the education sector.

Our mission is 'Providing inspiring and accessible learning opportunities for adults across Wales and supporting our learners to achieve successful outcomes, both directly and through relationships with others.

Our offer is wide ranging, from basic skills in English, Welsh, numeracy, digital, personal health and finance, up to qualifications which provide pathways into Higher Education. We also offer courses in topics that link to hobbies or special interests as all learning can have a positive impact.

For many, our courses can be the first-time individuals have engaged in formal learning since leaving traditional education and an empowering step on the road to achieving their goals. Through where, when, and how we offer learning, our aim is to help and support individuals through their learning experience with us, to inspire and build their confidence and skills.

In-person learning is at the heart of our provision as this facilitates the wider benefits of meeting together to learn. Our courses take place throughout Wales, in venues within the communities where people already feel at ease, removing the barrier of needing to attend a formal campus. To support learners who are unable to access face to face delivery, we continue to maintain an online offer, enabling learners to engage with our organisation and be part of a wider community.

In everything we offer, our aim is to always deliver excellent teaching and learning in a way which is inclusive and focused on the needs of learners. For the non-qualification courses, our learners can influence what is offered next, to encourage them to continue their learning journey.

Most of our courses are free to the learner as they are funded by Welsh Government or one of the many organisations we work with, and we have an extensive Learner Support offer which can help remove other barriers to learning. This includes help to attend courses in the form of childcare funding or transport, loan of IT equipment or access to specific IT packages, in addition to general well-being support.

Recognised by Welsh Government as ACL experts, we are known for going above and beyond to enable and support learning for everyone, and often deliver to individuals in challenging circumstances. Many of our learners tell us that their experience with ALW has been life-changing, feedback which inspires us in working harder to deliver for them.

A registered charity, limited company and designated Further Education Institution, ALW was formed in 2016 as the result of a merger, with legacy organisations including WEA Cymru, YMCA Community College and Coleg Harlech. So, whilst we are a young organisation, we are building on a strong heritage and have an exciting future ahead.

Role Overview

We are seeking an experienced and dedicated professional to join our team as Clerk to the Council and Company Secretary. In this key governance role, you will be responsible for providing high-level administrative and governance support to the Council of Adult Learning Wales, our Governing Body. You will work closely with the Chair and Chief Executive to ensure that our governance practices align with best practices, legal requirements, and our strategic objectives.

This is a unique opportunity to play a crucial role in the governance of a forward-thinking organisation that is making a real difference in the lives of learners across Wales. Experience in a similar role is welcome, however as an employer who is keen to support individual skills development, we equally welcome applications for individuals who possess the skills, abilities and enthusiasm and wish to grow and develop in the role.

We are committed to building a diverse and inclusive workplace where all voices are heard and valued. We welcome applicants of all backgrounds, experiences, and perspectives to apply.

Key Responsibilities Overview:

- Serve as the primary point of contact for all matters relating to the governance of Adult Learning Wales.
- Organise and attend Council and committee meetings, ensuring accurate documentation and compliance with legal and regulatory requirements.
- Produce minutes of these meetings
- Provide expert advice and support on governance issues to the Chair, Chief Executive, and Council members.
- Maintain and manage statutory records and ensure timely reporting to relevant bodies.
- Contribute to the strategic planning process, ensuring governance practices support the organisation's mission and values.

About you

We are looking for someone who is passionate about governance and has a proven track record in a similar role. You should have excellent organisational skills, a keen eye for detail, and the ability to work effectively under pressure. Your communication skills be second to none, and you will be able to work collaboratively with a wide range of stakeholders.

You will share our commitment to the values of equality, diversity, and inclusion and be motivated by the opportunity to contribute to the success of an organisation that is dedicated to transforming lives.

If you enjoy a fast paced, varied and rewarding working environment and have the required skills, this is the perfect opportunity to join us.

If you would like an informal conversation or to hear more about the role please contact Stephen Thomas (current Company Secretary) stephen.thomas@addysgoedolion.cymru or John Graystone (Council Chair) please request via Stephen Thomas

Why work with Us?

At Adult Learning Wales, we offer a supportive and inclusive work environment where your contributions are valued, and your professional growth is encouraged. We provide flexible working

arrangements, opportunities for continuous professional development, and the chance to be part of a team that is making a real impact in communities across Wales.

Join us and help shape the future of adult education in Wales.

What we can offer you

Salary: Current scale (USP1 – M1) £44,010.50 to £47,696.58 (pro rata) per annum, depending on experience (with annual pay award pending)

Generous benefits package: Local Government Pension Scheme, Agile Working, Cycle to Work Scheme, 30 days annual leave + bank holidays and additional discretionary days (pro rata for part time), AVCS.

Contract: Permanent

Hours: Part time, 21 hours per week

Work base: Option to work flexibly from home and/or at Adult Learning Wales office locations in Wales: Bangor, Cardiff, Ebbw Vale, Newtown, Swansea and Wrexham

How to apply

Apply by using the online [application form](#) or the word version application, please return it to Recruitment@adultlearning.wales or upload via our [website](#)

Please note that CVs without a completed application form will not be accepted.

The closing date for this post is **12:00pm Friday 4th October**

Recruitment and Selection Process

Interviews will take place on Monday 21st and Tuesday 22nd October and ideally will be face to face at our Cardiff office (an online via Microsoft Teams interview will be considered if required).

As part of the selection process you will be required to undertake an assessment, you will be provided with any additional details when invited to interview.

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Clerk to the Council and Company Secretary – Role Profile

Job Purpose

The Clerk to the Council and Company Secretary is responsible for providing high-level administrative and governance support to the Council of Adult Learning Wales, which serves as the Organisation's Governing Body. The role ensures that the Organisation adheres to legal and regulatory requirements, maintains best practices in governance, and supports the effective operation of the Council and its Committees. The post holder will work closely with the Chair and Chief Executive to ensure alignment between governance processes and the Organisation's strategic objectives. The post holder will also work and support our President who is nominated by its Council and serves for a renewable term of three years. Our President acts as a powerful advocate for the organisation's work.

Main Duties and Responsibilities:

- To be responsible to Adult Learning Wales's Council for ensuring that its proceedings are conducted in accordance with the Organisation's constitution and in line with the provisions set down by relevant statutory bodies, legal instruments, and the general law.
- To manage effectively the annual programme of Council, Committee, and other meetings, ensuring that the Organisation's business is conducted to the highest standards and in accordance with the Nolan Principles, the [Further and Higher Education \(Governance and Information\) \(Wales\) Act 2014](#) and the [Colegau Cymru Code of Good Governance for Further Education Colleges in Wales](#).
- To act as Company Secretary, providing guidance, information, and support to the Chair, Chief Executive, and others on corporate governance issues, and to make external professional advice available when required.
- To be accountable to the Chair and the Council as a whole on matters relating to the post holder's duties as an officer of the Council.

Key Responsibilities:

1. Governance Support:

- Serve as the primary point of contact for all matters relating to the governance of the Organisation.
- Organise and attend all meetings of the Council and its Committees, including drafting agendas, preparing and distributing papers, and ensuring accurate minutes are taken, with all such documentation circulated in a timely manner.
- Work closely with the Chair, Chief Executive and the Senior Management Team (SMT) to facilitate the proper conduct of meetings of the Council and its Committees, ensuring that correct procedures are followed.
- Advise the Council on matters of governance, compliance, and best practices, ensuring that the Organisation operates within the framework of relevant legislation and regulations.
- Maintain a register of interests for governors and senior staff, ensuring that any conflicts of interest are appropriately managed.

- Ensure that all governance documentation is up to date, including the Organisation's Articles of Association, governance framework, and Committee remits and terms of reference.
- Keep abreast of relevant Welsh Government and wider UK Government legislation and developments, ensuring compliance with the Code of Practice for Good Governance for FE Colleges in Wales.

2. Compliance and Regulatory Requirements:

- Ensure that the Organisation complies with all relevant statutory requirements, including those relating to charity law, company law, and data protection.
- Prepare and submit statutory returns to relevant bodies such as Companies House, the Charity Commission, and regulatory authorities.
- Monitor changes in legislation and regulations affecting the Organisation and advise the Council and the Chief Executive on necessary actions.
- Be responsible for keeping the statutory records of the organisation up-to-date at the Charity Commission and Companies House, and for submitting certain information to the Office for National Statistics and annual Gift Aid applications to HMRC.

3. Support for the Chair, Governors, and Chief Executive:

- Work closely with the Chief Executive to ensure that governance processes support the organisation's strategic direction and that the Chief Executive is fully informed of the decisions and priorities of the Council and its Committees.
- Provide advice and support to the Chair of the Council on a wide range of matters.
- Facilitate communication between the Council, the Chief Executive, the SMT and other stakeholders.
- Assist in the recruitment, appointment, and induction of new governors, ensuring that the Council maintains an appropriate balance of skills, diversity and experience in line with its constitutional stipulations.
- Support the Chief Executive and SMT in the preparation and presentation of reports to the Council, and contribute to publicly available information on the Organisation's governance.

4. Meeting Administration:

- Coordinate the annual schedule of meetings for the Council and its Committees, ensuring alignment with the Organisation's strategic planning cycle and key operational deadlines.
- Ensure that meetings are conducted efficiently and in accordance with the Organisation's governance procedures.
- Draft and circulate minutes and action points, following up on actions to ensure their completion, in coordination with the Chief Executive where appropriate.
- Administer the business of the Annual General Meeting/Annual Conference and any residential events involving Council members.

5. Strategic Contribution:

- Contribute to the strategic planning process by providing governance-related advice and support, particularly in collaboration with the Chair and Chief Executive.
- Assist in the development and implementation of policies and procedures that support the Organisation's strategic objectives and governance best practices.
- Review the applicability of job descriptions/role outlines for Council members, officers, and the organisation's President, and lead evaluations of collective governance performance (including attendance).

6. Additional Responsibilities:

- Ensure that decisions of the Council and its Committees are conveyed to those responsible for their implementation.
- Manage procedures related to transparency, public interest disclosures, and accountability, including registers of members' interests and compliance with codes of conduct.
- Administer hearings and appeals panels involving Council members as set out in official policies.
- Provide guidance and support on governance, statutory, and constitutional matters to the organisation and its branches.
- Liaise with the Organisation's Data Protection Controller on responses to Freedom of Information Act or Subject Access requests.
- Provide the Welsh Government with the Annual Clerk's/Governance Officer's report and any other governance monitoring materials required by it.
- Represent the Organisation on the Further Education Governance Network in Wales (FEGNW).

Generic responsibilities and duties:

- Comply with policies and procedures set out by Adult Learning Wales and take responsibility for maintaining a safe working learning environment within the region
- Adhere to the electronic communication policy including email and internet usage
- Support the organisation's commitment to equality and diversity, ensuring that there are appropriate equality impact assessments in place and actively support equality of opportunity in the workplace
- Be committed to the promotion of the Welsh language and the Education for Sustainable Development and Global Citizenship (ESDGC)
- Take an active part in applying continuous improvement across the organisation
- Work in accordance with the Data Protection Act and to ensure that all data protection concerns are reported to the organisation's Data Protection Officer
- Contribute to staff meetings, organisational initiatives and developments
- Comply with all organisational policies and procedures, keeping abreast of and making any necessary changes to administrative systems
- Ensure that all aspects of the organisation's financial instructions and standing orders are followed

- Ensure the safe working practices are used and appropriate and Health and Safety legislation adopted.
- Actively support and practice equality of opportunity in the workplace.
- Work in a way that is sensitive to the Welsh language and complies with the Welsh Language Measure 2011 and our duties in implementing the Welsh Language Standards.
- Be willing to travel across Wales and work flexibly according to the role if appropriate

- a) As a term of your employment you may be required to undertake such other duties as may reasonably be required of you commensurate with your grade
- b) This is a description of the job as it is presently constituted. It the practice of Adult Learning Wales periodically to examine employee's job descriptions and to update them to ensure they relate to the job as then being performed, or to incorporate whatever changes are being proposed.
- c) This description is not intended to establish a total definition of the job but an outline of the duties.

Clerk to the Council & Company Secretary – Person Specification

CRITERIA	ESSENTIAL REQUIREMENTS	DESIRABLE
EDUCATION, TRAINING AND QUALIFICATIONS	<p>Hold appropriate academic and/or professional qualifications, such as a degree in law, governance, business administration, or a related field.</p> <p>Professional qualifications in governance, company secretarial practice (e.g., ICSA), or legal practice.</p>	<p>Membership of a relevant professional body (e.g., The Chartered Governance Institute UK & Ireland).</p> <p>Continuous professional development in governance or legal fields</p>
EXPERIENCE	<p>Possess strong administrative skills including the ability to produce accurate Minutes.</p> <p>Detailed understanding of the law and procedures affecting governance of educational institutions or a commitment to acquiring a detailed understanding within three months of taking up the post.</p> <p>The ability to advise senior leadership on governance matters.</p>	<p>Experience in and/or knowledge of adult education.</p> <p>Experience working in the further education sector or with charitable organisations.</p> <p>Experience in managing statutory compliance and reporting to bodies such as Companies House and Charity Commission.</p>
SKILLS, KNOWLEDGE, ATTITUDE	<p>Ability to manage a diverse workload under pressure and meet tight deadlines effectively.</p> <p>Strong team player with the ability to work collaboratively across various levels of the organisation.</p> <p>Excellent written and verbal communications skills, with the ability to present complex information clearly and concisely.</p> <p>Highly developed IT Skills, including proficiency in Microsoft Office and governance software.</p> <p>Strong attention to detail with the ability to maintain accuracy in all aspects of work.</p>	<p>Understanding the strategic challenges faced by adult learning organisations.</p> <p>Familiarity with digital governance tools and online meeting platforms.</p> <p>Ability to draft governance policies and procedures that align with best practices.</p> <p>Knowledge of the Code of Practice for Governance in Wales and relevant Welsh Government legislation.</p>
WORKING PATTERN -	<p>Willingness to work flexibly, including occasional weekend and evening work to accommodate Council and committee meetings</p>	
OTHER REQUIREMENTS	<p>Willingness to travel as the post requires, with a full UK driving licence and access to own transport.</p>	<p>Proficiency level 5 Welsh Skills: (Please see Welsh Language Skills Table at the end of this pack), or a commitment to</p>

	Access to a reliable internet connection at home to enable flexible working arrangements.	learn Welsh to a working standard. Familiarity with the cultural and educational landscape in Wales.
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Guidelines for completing a job application form

You will need the following document for reference in order to complete your application form:-

- the **Role Profile** for the post for which you intend to apply
- the **Person Specification** (this is the last section of the role profile document) for the post for which you intend to apply

- ❖ **Read through the documents before completing your application.** Make sure you understand the requirements of the job, both in terms of the **duties and responsibilities** of the job (**detailed in the Role Profile**) and the **personal requirements** to be able to carry out those duties (**Essential Requirements are detailed in the Person Specification**).

- ❖ **Check that you are able to meet the Essential Requirements** noted in the personal specification and that you consider that you could successfully carry out the duties and responsibilities of the post, following a reasonable period of instruction and familiarisation.

- ❖ **Ensure that you explain in the Personal Statement section - how you meet the Person Specification Criteria (can be found within the role profile) and indicate, providing examples wherever possible of how your skills and experience can be related to these Criteria and the duties of the post.** Don't forget that whilst your work experience will be important to include in your application, other experience gained outside of work in community and voluntary organisations or leisure interests, could be equally valid. Keep your application concise and to the point.

- ❖ **REMEMBER the decision about whether or not you will be invited to an interview will be based upon the information you provide in your Personal Statement.** It is especially important that you complete the personal statement section as fully as possible to evidence how you meet the requirements for this role. The completed personal statement will provide us with **most** of the information that will be required to assess your application against the person specification criteria.

- ❖ **Read through your application.** Check that you have completed all parts of the process. If there is more than one location or job-share is offered for a post, please indicate your preferences on the application form.

Submit your completed application before the closing date and time via email to recruitment@adultlearning.wales or uploading via our [website](#)