

General Counsel and Company Secretary

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| position number | XXX |
| status | Part Time, on-going (PT) |
| FTE | 0.8 FTE |
| network | Office of the Chief Executive |
| agreement | Victorian Stand-Alone Community Health Services (Health and Allied Services, Managers and Administrative Officers) Multiple Enterprise Agreement 2022 - 2026 |
| classification | Grade 9 |
| reports to | Executive Director to the Chief Executive |

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| about us | cohealth is a not-for-profit community health organisation. We provide health and support services in Melbourne's CBD, northern and western suburbs, and on the East Coast of Tasmania. |
| what we do | Our work aims to improve the health and wellbeing of our communities and address health and social inequality. |
| our organisation | cohealth is a community health organisation with an ambitious strategic plan. Our mission is to improve health and wellbeing for all and tackle inequality, in partnership with people and the communities they live in. |
| our people | People who work at cohealth are committed to designing and delivering high quality health care and promoting and protecting human rights. |
| diversity and inclusion | We want people of all ages, gender identities, sexualities, cultural backgrounds, and abilities to feel safe to bring their whole selves to cohealth. We are a Rainbow Tick Accredited organisation with over 20% of our staff from the LGBTQIA+ community. To find out more about us click here |

network overview

Office of the Chief Executive

The Office of the Chief Executive Office at cohealth oversees the strategic direction and management of cohealth, including supporting the cohealth Board.

position overview and purpose

The purpose of the General Counsel and Company Secretary role is to fulfil the statutory and regulatory requirements of the Company Secretary and to lead coordination of Board corporate governance, risk, legal and regulatory obligations and policies and practices.

The role of the carries a responsibility to ensure that:

- All relevant business is presented to the Board;
- Prepare papers and strategic advice for the Board on legal, governance and risk; and
- Where required provide practical and strategic advice on legal and policy issues.

key accountabilities

Provision of governance oversight to Board & Management

- Ensuring that members' and directors' meetings are properly called and held (subject to delegation/instruction from the board)
- Monitoring compliance with board and committee policy and procedures
- Preparing for and attending all annual and extraordinary general meetings of the company
- Ensuring the necessary registers are established and properly maintained and ensuring that the company's financial records are maintained, and reports prepared in accordance with legislative requirements and the principles of good governance, including conflicts of interest register and the Delegations of Authority schedule.
- Ensure Board policies, Director manual and the charter are maintained.
- Coordinate regular compliance and risk updates to the Board and relevant committees.
- Fulfil the role of Company Secretary and ensure all meetings are arranged efficiently and Board papers published to a high standard on schedule (draft management papers as required).
- Organise and manage Directors and Officers insurance.
- Lead Board Governance and organise Board effectiveness reviews.
- Organise Board director development and Board Observer program.
- Ensure minutes are maintained and reflect meeting discussion and outcomes.
- Ensure all necessary documents are prepared and lodged with the ACNC, fundraising regulators and ASIC, including statutory reporting returns.

In-house legal advice

- Provide high level practice and strategic legal and policy advice, or liaise with external legal counsel, to advise the Executive and Board on a wide range of complex and sensitive matters.
- Assist in the review, drafting and negotiation of contracts as required.
- Ensure legal matters are effectively managed using internal or external resources.
- Ensure the company's constitution is up to date and in accordance with legal requirements.
- Keep abreast of developments in the legal and regulatory environment that may impact the operations of cohealth and provide advice and recommendations to the Executive and staff.
- Identify and manage legal risks in contracts and operations.

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| Compliance, risk and audit requirements | <ul style="list-style-type: none"> • Ensure the annual internal audit program is executed efficiently, involving key managers as required and ensure reports are delivered on schedule to the Board and relevant committees. • Assist in identifying and mitigating corporate risks and liabilities to support regular reporting to the Board on risk management. • Stay informed about changes in company law and regulations and ensure the organisation's adherence to these laws. |
| culture and teamwork | <ul style="list-style-type: none"> • Champion cohealth's culture to promote teamwork, employee development and empowerment in order to foster a culture of high performance and a workforce which demonstrates behaviours consistent with cohealth's values. |
| quality and continuous improvement | <ul style="list-style-type: none"> • Contribute to the principles of continuous improvement as contained in cohealth's quality system and ensure compliance with cohealth policies/procedures. • Contribute to the implementation and improvement of the quality systems within cohealth, in particular the [network name] Network, and ensure compliance with documented procedures and processes. |
| health & safety compliance | <ul style="list-style-type: none"> • Provide and maintain a working environment that, as far as reasonably practicable, is safe and without risks to the health, safety and wellbeing of all (employees, contractors, volunteers). • Maintain awareness of and compliance with health and safety policies and procedures to maintain a safe working environment. • Take corrective action to remedy safety hazards or risks and restore a safe working environment |
| others | |

| position requirements |
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| <ul style="list-style-type: none"> • A current Australian certificate that entitles you to practice law in Victoria; • A tertiary qualification in Law or Business; • Proven experience as a Company Secretary or in a similar governance role; • Member of the Governance Institute of Australia (previously the Chartered Secretaries of Australia Ltd); • Member of the Australian Institute of Company Directors • Working with Children's Check (WWCC) • Participation in the NDIS worker screening checks where applicable • Victoria Police Check Current |

- Immunisation Choose an item, and proof of COVID vaccination to be produced for sighting upon request

key selection criteria

- Relevant experience in commercial law, intellectual property law, privacy, governance and risk gained either in-house or in private practice.
- Experience in a senior role working with a board;
- Sound knowledge of the legislative framework surrounding the legal obligations of the role and Board;
- Excellent oral and written communication skills;
- High level stakeholder management skills;
- Demonstrated desire to be part of an organisation that is actively engaged with and supports our community; and
- Ability to achieve outcomes with minimal direct supervision.
- Strong belief and personal alignment in cohealth Values and Mission

cohealth is a child safe and equal opportunity employer that offers generous salary packaging and opportunity to undertake professional training and development opportunities. Aboriginal and Torres Strait Islander people, and those who speak languages other than English are encouraged to apply.

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