

CoSec Quarterly

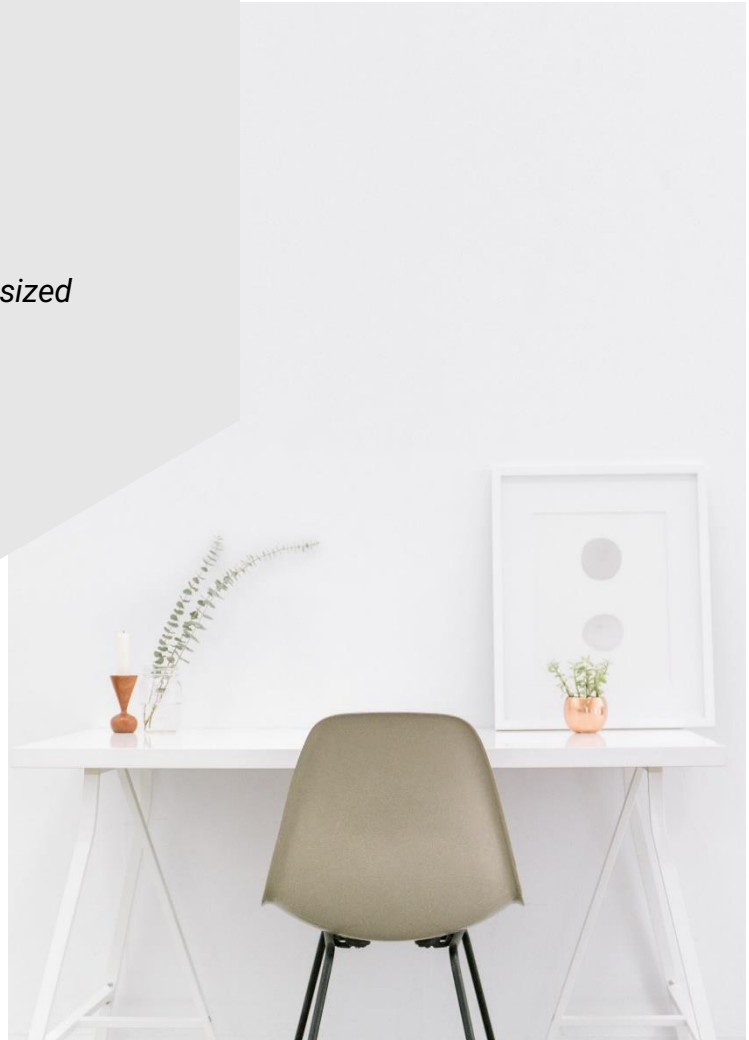
*A Newsletter for Company
Secretaries of Small and Medium sized
Enterprises (SMEs)*

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WELCOME

We hope you all had a great summer. This quarter, we are covering minute-taking and the role of the company secretary, what good minutes look like, and how we can expect to use them. The links and resources at the end are useful tools for your CoSec responsibilities and minute-taking. Our next bulletin will be December. Please do send us an email with your suggestions on what topics you want us to cover: info@artsgovernance.com.

THE COMPANY SECRETARY AND MINUTE TAKING

Minute taking is listed as a specific duty of the CoSec: "Keeping or arranging for the keeping of minutes of directors' meeting and general meetings". There is a statutory obligation on a company as soon as may be possible to enter the minutes of all proceedings of general meetings in books kept for that purpose. (ODCE.ie)



THIS QUARTER'S LINKS AND RESOURCES:

- [Leaflet 16, from the Companies Registration Office \(CRO\): The company Secretary](#)
- [Charities Regulator, the role of the secretary of the charity](#)
- [Chartered Governance Institute: Minute taking](#)
- [Charities regulator Board minutes template](#)
- Finally [here are the minutes](#) of the regulators meetings, which make interesting reading

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DUTIES OF THE COMPANY SECRETARY - SOME KEY DUTIES

- ✓ Maintaining the statutory registers and minute books.
- ✓ Convening meetings of members.
- ✓ Ensuring that statutory forms are completed and filed on time in the CRO (Including B1, B10, B2).
- ✓ Supplying a copy of the company's financial statements to every member of the company, and every person who is entitled to receive notice of general meetings.
- ✓ Keeping or arranging for the keeping of minutes of directors' meeting and general meetings.
- ✓ Ensuring that those entitled to do so may inspect company records.
- ✓ Ensuring that particulars relating to directors are shown on all business letters of the company.

WHAT GOOD MINUTES LOOK LIKE AND HOW WE CAN USE THEM:

Good minutes will reflect at least the following headings:

- ✓ Matters arising from the minutes.
- ✓ Declarations of conflicts of interest.
- ✓ Financial report.
- ✓ Report on activities.
- ✓ Next meeting with date and time and venue.
- ✓ Actions arising.

The report on activities should be in clear headed paragraphs.

Minutes are a statutory record; they record follow-up actions and decisions made by the board, to control and direct our organisations.