

## Position Description

Position details			
<b>Position</b>	Company Secretary	<b>Location</b>	Remote-capable
<b>Employment type</b>	Part-time, 12-month contract (~0.25 FTE).	<b>Appointed by</b>	Resolution of the Board
<b>Reports to</b>	Board of Directors, through the Chair. Independent of the CEO on governance matters.		
Purpose of the role			
<p>The Company Secretary ensures Country UC Ltd (known as CUC Central) meets its legal and regulatory obligations as a company limited by guarantee, and that the board has the infrastructure to govern well. This is a statutory officer role under s. 204A of the Corporations Act 2001 (Cth). The Company Secretary is appointed by and accountable to the Board and operates independently of the CEO on governance matters.</p> <p>Country UC Ltd coordinates a federated network of 28 Country Universities Centres across New South Wales, Queensland, Victoria, Tasmania, and Norfolk Island, supporting over 4,000 students who have chosen to study from their home communities. The Company Secretary provides the governance infrastructure that allows the Board to focus on strategy, oversight, and the network it serves.</p>			
Key domains			
<ul style="list-style-type: none"> <li>• <b>Statutory compliance:</b> ASIC lodgements, ACNC reporting, registers, constitution currency; statutory officer under s. 204A of the Corporations Act 2001.</li> <li>• <b>Board governance:</b> Agendas, board papers, minutes, action register, committee support.</li> <li>• <b>Director support:</b> Induction, conflicts of interest register, skills matrix, annual board performance review.</li> <li>• <b>Risk and policy:</b> Whistleblower framework, financial delegation schedule, related party transaction oversight, governance policy maintenance.</li> </ul>			
Key Responsibilities			
<p><b>Statutory Compliance</b></p> <ul style="list-style-type: none"> <li>• Manage all ASIC lodgements including director appointments and resignations, registered office details, and annual review.</li> <li>• Meet all ACNC reporting obligations and ensure Governance Standards are evidenced.</li> <li>• Maintain the register of members, register of directors and officers, and conflicts of interest register.</li> <li>• Ensure the company constitution remains current; advise the board when amendments may be warranted.</li> <li>• Hold and manage the ASIC corporate key and related access credentials securely.</li> </ul> <p><b>Board Meeting Governance</b></p> <ul style="list-style-type: none"> <li>• Prepare board meeting agendas in consultation with the Chair and CEO.</li> </ul>			

- Ensure board papers are distributed to a consistent standard and within agreed timeframes.
- Prepare accurate and timely minutes of board meetings and committees.
- Maintain the board action register and follow up on outstanding items between meetings.
- Provide secretariat support to board committees as established from time-to-time.

#### **Director Support and Board Development**

- Coordinate induction for newly appointed directors covering governance obligations, the constitution, and key policies.
- Maintain and update the board skills matrix to support succession planning discussions.
- Facilitate the annual board performance review process.
- Provide plain-language guidance to directors on their duties under the Corporations Act and ACNC Governance Standards.

#### **Risk, Policy and Governance Infrastructure**

- Develop and maintain governance policies including the Whistleblower Policy and Financial Delegation Schedule.
- Oversee the related party transaction register and advise the board on disclosure requirements.
- Support periodic review of the constitution, affiliation agreements, and key governance documents.
- Assist with development of a governance workplan and track implementation across the year.
- Support governance uplift initiatives, including research and development of governance structure options and governance infrastructure improvements.

#### **Skills and Experience**

- Fellowship or membership of the Governance Institute of Australia (FGIA/AGIA), or equivalent governance qualification; or a legal background with demonstrated company secretarial experience.
- Experience serving as company secretary or governance professional in a not-for-profit, peak body, federated organisation, or similar entity.
- Solid working knowledge of the Corporations Act 2001, ACNC Governance Standards, and best-practice NFP governance.
- Clear, practical communicator able to translate compliance obligations into plain language for a volunteer board.
- Organised and detail-oriented, with the ability to manage competing deadlines and maintain confidentiality.
- Comfortable working remotely and independently with a geographically dispersed organisation.
- Genuine interest in regional Australia and the communities CUC Central serves.

#### **Desirable**

- Familiarity with ASIC Connect and ACNC reporting systems.
- Experience in a Commonwealth-funded or higher education environment.
- Portfolio of part-time governance roles or demonstrated experience in flexible, multi-organisation engagements.

#### Other information

- This role is appointed by resolution of the Board and is independent of the CEO on governance matters. It is not subject to CEO direction in the exercise of statutory duties.
- Attendance at board meetings is required (via Teams). Some travel across Australia may be required from time to time.
- Remuneration is \$35,000 per annum plus 12% superannuation (~\$39,200 total employment cost). NFP salary packaging up to \$18,550 is available.
- From time to time this position may be assigned additional tasks within skill level, competency, and experience, to meet short-term operational needs.

**All applications must be received by COB Friday 23 May 2026, marked 'Confidential' to:**

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