

# ICSA Member case studies



## Derek Woodward

Group Company Secretary, Thomas Cook Group plc

### What are the main responsibilities of your job?

- Servicing the board and its committees
- Compliance with and the application of Company Law, Listing rule regulation and corporate governance
- Managing the Group's executive and all-employee share incentive arrangements
- Annual report production and drafting
- Shareholder arrangements, including share registrar and AGMs etc.

### What is a typical working day for you?

On train at 7.40am – read papers in briefcase and deal with e-mails on Blackberry

Arrive in office at 8.30 – deal with responsibilities as above, meet with staff and colleagues, deal with ad-hoc issues, external issues, such as ICSA Company Secretary Forum matters

Home at about 7.30pm – 8pm, but be prepared for calls from directors

### What skills and qualities are required for your role?

- Trusted friend and sounding board of the chairman and senior executives
- Technical skills and competence
- Organisational skills – being process driven
- People skills – influencing plays a large part of the role
- Communication skills – decisions and actions need to be communicated to others. Also, legal jargon often needs to be translated into 'layman's speak'
- Facilitation skills – helping others achieve their goals
- Calmness under pressure – there will be lots of it!
- Credibility – but don't be afraid to say you will come back with an answer
- Confidentiality – you will hear the organisation's inner secrets
- Stature – as an officer of the company, you are a representative at all times
- Sense of humour – you have to enjoy what you are doing

### Which elements of your role do you most enjoy?

Every aspect is enjoyable – but see below!

### Which elements of your role do you least enjoy?

Choosing the menu for board dinners! Always difficult to please everyone!

### How do you see your career developing?

Probably not much further as a company secretary, but a non-executive role in a couple of year's time would help with my transition by my late 50s to a wide variety of non-executive and consultancy roles.

### What is your educational/training background?

BA (Hons) Business Law Degree and Fellow of the Institute of Chartered Secretaries and Administrators, 25 Years experience as a company secretary – 20 of which within FTSE 100 listed company environment

### What other roles have you held prior to your current one?

Head of secretariat, Centrica plc

Company secretary, Allied Zurich plc

Assistant secretary, B.A.T Industries plc

Various positions leading to assistant secretary, Eagle Star Insurance plc



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### How has your training helped you carry out your role?

Exams are relevant, but as said above, that is only the entry ticket. Involvement with the Institute can help build external awareness and open horizons.

### What made you decide to become a Chartered Secretary?

As a law graduate, I thought there was more to life than conveyancing or drafting contracts! The reality was that I thought involvement at the board level would be interesting and challenging.

### What do you think are the particular benefits of becoming a Chartered Secretary?

The breadth of training and range of opportunity. It is a highly regarded profession, which gives you access to the key decision makers and, at the senior level, a place at the board table.

### Would you recommend the ICSA qualification to others?

Definitely, yes.

### What advice would you offer to a graduate?

Work hard and learn from your colleagues and experiences. Passing the exams is just the entry ticket to an exciting professional career. Network amongst peers and contribute to consultations etc. Speaking at conferences sharpens the focus and builds an external reputation. Never think you are 'too big' to check the board papers. ■