

COMPANY SECRETARIAL ACCREDITED PARALEGAL

SCOPE OF ACCREDITED PARALEGALS COMPETENCE

The paralegal should be able to progress a straightforward company incorporation from taking client's initial instructions through to registration of the company and any secretarial requirements thereafter.

Specifically, the paralegal should be competent to:

- Prepare and file any Companies House form accurately
- Maintain and update statutory registers
- Prepare board minutes and resolutions
- Incorporate Companies and LLPs
- Transfer and allot shares
- Implement voluntary dissolutions procedure
- Implement procedure to call an Annual General Meeting, General Meeting, and Board Meeting
- Comply with the various timescales related to the work of a Company Secretarial paralegal
- Identify a potential or real conflict of interest and seek the correct support from supervising solicitors
- Carry out in-house anti money laundering risk management processes

KNOWLEDGE

By the end of the one year period as a Trainee Accredited Paralegal, a paralegal eligible to qualify for the Accredited Paralegal Marque in relation to Company Secretarial work should be able to:

Demonstrate knowledge and understanding of:

- the procedures for company formation and the documentation to effect same
- the process and documentation required to alter share capital
- memorandums and articles of association, of model articles, and shareholder and board resolutions
- ranking and meaning of various financial instruments (e.g. floating charges)
- the different types and classes of shares and the rights attached to them
- the rights of minority shareholders (and prejudice thereupon)

- Companies House Protocols
- Companies House Forms
- Transactional style pro-forma
- Letters of appointment and resignation and annual returns
- the significance of Anti-Money Laundering Regulations 2007 to all transactions
- the procedure of entering into administration and familiarity with the requirement to appoint an interim liquidator/qualified insolvency practitioner
- the requirement to comply with the conditions of summary causes and warrants charging for payment of debts

Demonstrate knowledge of and familiarity with:

- Partnerships Act 1890
- Limited Partnerships Act 1907
- Companies Acts 1985 to 2006
- Directors Disqualification Act 1986
- Limited Liability Partnerships Act 2000
- Financial Services and Markets Act 2000
- Enterprise Act 2002
- Business Names Acts and Regulations
- Anti- Money Laundering Regulations 2007
- Money Laundering, Terrorist Financing and Transfer of Files (information on Payer) Regulation 2017

Demonstrate understanding of:

- Procedures to ensure compliance with legal and statutory requirements and ability to implement any changes
- The role, obligations and liabilities of company officers
- Different types of business structure (including, but not limited to, partnerships and LLPs)
- Corporate group structure and relationship between companies in group
- The importance of using a diary system to track and monitor statutory filings and reporting deadlines to ensure compliance with Companies Act 2006
- The need to observe time limit constraints to ensure validity of resolutions, mortgages, and Land and Buildings Transaction Tax payable on Share Purchases and Share transfers.
- the implications and/or risks of advice given to client(s).
- the circumstances requiring consideration to be given when entering into administration or liquidation
- the circumstances which give rise to the potential for "wrongful trading"
- a members' voluntary wind-up/creditors' compulsory wind-up
- the serving and receiving of Charges for Payment summons

Demonstrate an awareness of:

- Corporate policies and procedures externally (e.g. Companies House)
- Corporate protocols and procedures internally including any relevant signing protocols
- Statutory penalties imposed by Companies House in the event of late filing of accounts or annual returns
- Criminality of breaching statutory filings
- that a transaction / resolution / mortgage may be reduced or void where statutory deadlines are breached.
- the penalty of compulsory strike-off and understanding of the implications thereof.
- that the priorities of, the implications for, and the risks taken by one party in a transaction may not be the same as that of other party or parties in the same transaction. (Note re: commercial sensitivity and client confidentiality)
- Law Society Accounts Rules 2011 as they apply to day-to-day interaction with cashroom
- Awareness of any code of professional conduct policy that exists within organisation
- Awareness of anti-bribery and corruption policies
- the legal obligation to cease trading to avoid wrongful trading

SKILLS

By the end of the one year period as a Trainee Accredited Paralegal, a paralegal eligible to qualify for the Accredited Paralegal Marque in relation to Company Secretarial work should be able to demonstrate:

Technical skills

Accuracy, literacy and numeracy

- an understanding of the importance of correct detail and the consequences/risks of carelessness.
- attention to detail in his/her work.
- that he/she is able to produce accurate work in terms of spelling, presentation and layout, as well as content.
- that he/she is able to deal with figures and carry out computations accurately and proficiently, as required.

	Information Technology	<ul style="list-style-type: none"> • That he/she is able to use Practical Law Company Online Systems (or any replacement thereof) • That he/she is able to use Companies House website's various facilities • That he/she is able to use relevant company secretarial software, (eg. Blueprint/PC Sec) to maintain and update Companies' statutory registers • that he/she is able to use available technology effectively and efficiently • that he/she is able to use computers and word processors appropriately for carrying out and producing his/her work • that he/she is able to use case management systems and maintain electronic files, where appropriate
	Office Equipment	<ul style="list-style-type: none"> • that he/she is able to use office equipment such as voicemail, photocopier, fax competently and effectively. • that he/she is able to use the telephone effectively to communicate with clients and others, and to carry out legal business on the telephone efficiently.
	Office Systems and Procedures	<ul style="list-style-type: none"> • that he/she is able to use office business systems and resources appropriately and effectively, whether paper-based or computerised, including employing organisation's forms and precedents. • compliance with office procedures, including time recording. • compliance with all quality standards, and other policies and processes of employer organisation.

Organisational Skills	Personal Management	<ul style="list-style-type: none"> • that he/she is able to: <ul style="list-style-type: none"> - maintain statutory registers correctly - to use diary to track filing date and meet statutory deadlines such as filing of accounts and annual returns - work within time deadlines. - to arrange and undertake a meeting with a new or existing client to the firm. • that he/she understands: <ul style="list-style-type: none"> - the crucial importance of timescales and deadlines in Company Secretarial Work. - the importance of time-limits and of the risks of breaching time-limits. • that he/she is able to exercise effective judgement in respect of realistic timescales for completion of tasks and delivery of objectives, and manage his/her own time effectively. • that he/she is able to manage his/her personal workload, including managing a number of concurrent matters effectively so as to meet all objectives, priorities and deadlines in each matter • that he/she is able to use paper-based and/or electronic diaries and electronic task management systems to plan time and work effectively. • that he/she only accepts work which he/she feels competent to undertake. • that he/she is clear as to the work and responsibilities delegated to him/her by the Supervising Solicitor, and understands the limits in relation to that role • that he/she recognises the requirement to keep his/her Supervising Solicitor fully informed on a regular basis, the Supervising Solicitor having a responsibility to supervise matters, and that he/she does so. • that he/she recognises that it is paramount to raise concerns/issues relating to completion of tasks and meeting of deadlines with his/her Supervising Solicitor at the earliest opportunity, and that he/she does so. • that he/she recognises when it is necessary to seek support and/or advice from

		<p>his/her Supervising Solicitor, when it is necessary or required to refer an issue in its entirety to the Supervising Solicitor, and that he/she does so.</p> <ul style="list-style-type: none"> • that he/she recognises where a transaction is non-standard or includes non standard elements, and refers this to his/her supervising solicitor • that he/she passes on messages promptly and undertakes communications/ action arising from telephone calls, meetings or client interviews.
	File Management	<ul style="list-style-type: none"> • good file management practices in terms of: <ul style="list-style-type: none"> - opening new files - filing documents and correspondence as appropriate - keeping filing up to date - taking and filing accurate notes of telephone calls and meetings - closing file when completed or instructed to close file • that he/she is able to lodge documents or applications in the correct form, at the correct place and at the correct time
Communication Skills	Generally	<ul style="list-style-type: none"> • that he/she is able to communicate effectively with those with whom he/she needs to work, particularly the Supervising Solicitor, and with clients, the other side, relevant bodies and authorities, as appropriate, including: <ul style="list-style-type: none"> - identifying different communication options and selecting the communication form which is appropriate to the particular situation and/or client. - producing communications which meet client or Supervising Solicitor instructions, and which are fit for purpose. • confidence and assurance in his/her dealings with people, whether in person or over the telephone.
	Face to face Communication	<ul style="list-style-type: none"> • that he/she is able to communicate effectively in face-to-face situations, can listen and check understanding. • that he/she is able to communicate effectively by telephone, including:

		<ul style="list-style-type: none"> - using appropriate telephone answering and handling techniques - using a good telephone manner which is efficient and polite - being able to establish the content and nature of telephone calls from the caller, whether or not a client
	Written Communication	<ul style="list-style-type: none"> • that he/she is able to communicate effectively in writing: <ul style="list-style-type: none"> - using clear language, correct spelling and appropriate grammar, syntax and punctuation - demonstrating attention to detail - adopting a style appropriate to the recipient
	Electronic Communication	<ul style="list-style-type: none"> • that he/she is able to use electronic communications effectively and appropriately, including: <ul style="list-style-type: none"> - understanding and using proper business and professional etiquette within an electronic environment - understanding the difference between letters and e-mails and when the latter are appropriate - properly managing e-communications to avoid risk, including archiving e-mails safely and accurately.
Inter-personal Skills		<ul style="list-style-type: none"> • that he/she is able to develop and maintain effective working relationships with clients, colleagues (in particular the Supervising Solicitor) and others to achieve goals and to identify and resolve problems. • that he/she is able to work effectively as part of a team including: <ul style="list-style-type: none"> - working co-operatively and willingly with others in own and other's teams - communicating effectively with those with whom the paralegal needs to work - knowing when to ask for support from, or to offer support to, other team members - knowing when to refer issues or ask for guidance from Supervising Solicitor
Practice Skills	Research	<ul style="list-style-type: none"> • that he/she is able to make-up statutory registers using historical information in the absence of same.

		<ul style="list-style-type: none"> • that he/she knows where to look for and find information required to carry out his/her work. • that he/she is able to use key primary (eg Acts, Regulations etc) and secondary (eg key text and reference books) sources
	<p>Interviewing</p>	<ul style="list-style-type: none"> • that he/she is able to conduct a client-centered interview effectively, including: <ul style="list-style-type: none"> - preparing for the interview appropriately - listening and eliciting required legal, personal and factual information, and full instructions from client - recording all relevant factual, legal, procedural and evidential matters arising in relation to the client's matter in a file note for future reference
	<p>Writing and drafting</p>	<ul style="list-style-type: none"> • That he or she is able to draft : <ul style="list-style-type: none"> - Board minutes - Resolutions - Articles of association • That he or she is able to draft a fee note using internal management systems as a guidance tool to do so. • that he/she is able to write letters or reports appropriate for the recipient or audience and which achieve their purpose, including: <ul style="list-style-type: none"> - communicating clearly, concisely and unambiguously and appropriately with clients, solicitors, non-solicitors and others - tailoring style of communication to suit the purpose of the communication and the needs of different clients and other recipients - producing communications which meet client or Supervising Solicitor instructions following internal protocols, conventions and using required styles and/or precedents.

		<ul style="list-style-type: none"> • that he/she is able to draft documents which are: <ul style="list-style-type: none"> - well-organised - valid in terms of content and form - use correct legal terminology - address relevant legal and factual issues accurately - ensuring documents are validly executed and registered in relevant registers, where necessary • that he/she is able to use precedent documents and styles by: <ul style="list-style-type: none"> - identifying the appropriate precedent document or style required - adapting the precedent document or style to the particular context - understanding when non-standard variations may be needed and referring to Supervising Solicitor. • that he/she is able to complete prescribed forms accurately • that he/she is able to produce or prepare other required documentation which is: <ul style="list-style-type: none"> - accurate - well-organised - appropriate
(if required for specific domain)	Negotiation	
(if required for specific domain)	Advocacy	
<p>VALUES AND ATTITUDES</p> <p>By the end of the period as a Trainee Accredited Paralegal, a paralegal eligible to qualify for the Accredited Paralegal Marque should demonstrate they:</p>		
Legal and Ethical		<ul style="list-style-type: none"> • understands and complies with the Standards, and refers to the Standards of Conduct

Issues		<p>and Service for Scottish Solicitors</p> <ul style="list-style-type: none"> • adheres to rules issued by the Society in respect of completion of ten hours of Accredited Paralegal CPD per annum by way of qualifying activities recognised for solicitors' CPD.
Attitudes		<ul style="list-style-type: none"> • understands that responsibility for legal work undertaken rests with the Supervising Solicitor, including in relation to execution and signing of documentation • only accepts work which they feel competent to undertake. • is clear as to the work and responsibilities delegated to them by the Supervising Solicitor, and understands the limits in relation to that role. • recognises the requirement to keep his/her Supervising Solicitor fully informed on a regular basis, the Supervising Solicitor having a responsibility to supervise matters, and does so. • recognises it is paramount to raise concerns/issues relating to completion of tasks and meeting of deadlines with his/her Supervising Solicitor at the earliest opportunity, and does so. • recognises when it is necessary to seek support and/or advice from Supervising Solicitor when required or refers an issue in its entirety to the Supervising Solicitor, and does so. • recognises where a transaction is non-standard or includes non standard elements and refers to Supervising Solicitor. • updates Supervising Solicitor, client, court or others as appropriate, by conveying the appropriate information to the appropriate person. • engages with continuing professional and personal development, including: <ul style="list-style-type: none"> - being aware of the importance to self-assess, reflect and develop personally and professionally - assessing/identifying where development is required - evaluating strengths and weaknesses of own skills and knowledge, and working
Focus	Professional	<ul style="list-style-type: none"> • understands and adheres to good practice in carrying out the work

		<p>he/she is instructed to do.</p> <ul style="list-style-type: none"> • That he/she is aware of: <ul style="list-style-type: none"> - jurisdictional differences and the impact such differences may have on matters - the difference between advice and information
	<p>Client</p>	<ul style="list-style-type: none"> • works in a client-centered way and manages client service well, including: <ul style="list-style-type: none"> - being aware of the differences in acting for different types of client - communicating effectively with clients, following the terms of engagement that have been agreed with the client keeps client informed of progress on a regular basis - informs Supervising Solicitor of any client complaint immediately that it arises - regularly updating Supervising Solicitor on work being done for clients • manages client expectations • is able to advise the client on the legal consequences of the client's instructions