

1. CONSTITUTION AND SHAREHOLDER RIGHTS	
Shareholder agreement (pre-investment)	<p>Deliverables:</p> <ul style="list-style-type: none"> A simple pre-money Shareholder Agreement to give confidence to potential investors that ownership arrangements/ decision making won't negatively impact support buy-in negotiations
Articles	<p>Deliverables:</p> <ul style="list-style-type: none"> Updated articles (to align with new Shareholder Agreements as applicable) that optimise decision making and business growth Shareholders resolution to adopt new articles Support with filing new articles at Companies House.
2. BOARD STRUCTURE & GOVERNANCE FRAMEWORK	
<p>Internal decision-making infrastructure, defining where decisions should be made across:</p> <ul style="list-style-type: none"> Shareholders Board Sub-committee of board (e.g. specialist scientific panel) Management (including subject matter experts) 	<p>Deliverables:</p> <ul style="list-style-type: none"> Scheme of Delegation (mapping decision making powers across all key stakeholders) Operational approval matrix (providing clarity on internal management approvals for key decisions) Terms of reference for: <ul style="list-style-type: none"> Board Sub-committee(s) Executive committee Clear articulation of founders' roles (as directors and as shareholders) <p><i>Notes:</i></p> <ul style="list-style-type: none"> Can include advice on a board composition plan pre/ post money, and support to set up a formal board VC investors will bring their own views on shareholder/ investor reserved matters, so these documents will evolve post-money
Board/ sub-committee cadence	<p>Deliverables:</p> <ul style="list-style-type: none"> Annual Planner - An Excel spreadsheet setting out key items to be discussed/ agreed at each key board meeting throughout the year (based on statutory/ regulatory/ business plan requirements) Cadence - A document setting out the approach for scheduling board meetings/ committee meetings; the process for determining the agenda; expectations for generating board pack content (including key management information); expectations for minuting/ tracking actions; and how formal decisions will be recorded
Conflicts of interest management	<p>Deliverables:</p> <ul style="list-style-type: none"> Conflicts of interest register Conflicts of interest policy
Founders' services agreements	<p>Deliverables:</p> <ul style="list-style-type: none"> Founders' services agreement with any relevant IP assignment and restrictive covenants
Management responsibilities map	<p>Deliverables:</p> <ul style="list-style-type: none"> Document clearly mapping management responsibilities (may be paired with continuity and/ or succession planning mapping for incoming investor assurance – see below).



3. CORPORATE RECORDS/ LEGAL HYGIENE	
Statutory registers	<p>Deliverables:</p> <ul style="list-style-type: none"> A review of statutory registers against Companies House filings, and support to reconcile any differences, resulting in an accurate suite of statutory registers
Share capital management	<p>Deliverables:</p> <ul style="list-style-type: none"> Creating/ updating/ formalising your capital table to include all relevant shareholding details, plus options/ warrants/ convertibles (as relevant) Modelling the impact of potential future share events (such as the creation of an employee share scheme)
IP management	<p>Deliverables:</p> <ul style="list-style-type: none"> IP register setting out all registered/ non-registered IP, together with key information.
Contracts register	<p>Deliverables:</p> <ul style="list-style-type: none"> Contracts register - setting out details of key contracts to provide investor assurance.
Due diligence preparatory support	<p>Deliverables:</p> <ul style="list-style-type: none"> Support to collate (and input into a clear “decision tracker”) historic formal decisions of the company.
4. RISK MANAGEMENT	
<p>Risk management, covering:</p> <ul style="list-style-type: none"> Risk management approach/ framework Key strategic risk mapping/ register A board-level risk report 	<p>Deliverables:</p> <ul style="list-style-type: none"> A high-level risk management framework defining the business’s approach to managing risk (identifying, assessing, mitigating, monitoring). Can include defined risk-appetite/ risk-tolerance statements. Strategic risk mapping (as per defined risk management framework). This task involves working with management to identify top strategic risks (with reference to the delivery of the strategic/business plan), and determining impacts, mitigation plans, and owners/ oversight approach. A board risk report presenting the strategic risk mapping in a manner that enables the board to review delivery against the business’s strategic plan in a manner that is fully informed by key strategic risks. Operational/ Regulatory & Compliance/ Financial/ Cyber & Data/ People risk mapping (as per defined risk management framework). This task involves working with management to identify risks, impacts, mitigation plans, and owners/ oversight approach in specific key areas of the business.
Key management resilience	<p>Deliverables:</p> <ul style="list-style-type: none"> Business continuity plan mapping Key management succession planning Key person insurance arrangements/ other controls mapping <p><i>Involves working closely with management to define these outputs.</i></p>



5. TRANSACTION SUPPORT	
Project management support	Deliverables: <ul style="list-style-type: none"> Support with due diligence requests, collating documents/ uploading documents, liaising with external legal teams.
Company secretarial services	Deliverables: <ul style="list-style-type: none"> Arranging board meetings and producing board packs to brief directors/ guiding directors through approval requirements Issuing share certificates/ updating cap table Companies House filings Director appointments
Share scheme set up	Deliverables: <ul style="list-style-type: none"> Support to coordinate the establishment of management incentive schemes (including creating/ updating cap tables/ option registers, the approval of scheme rules and options grants, administration of offer letters) <i>[NB: Drafting of scheme rules and options letters to be provided by a specialist]</i>
Evolution of corporate governance infrastructure post-money	Deliverables: <ul style="list-style-type: none"> Updated terms of reference/ schemes of delegation / operational approval matrices, etc. to reflect new shareholder/ investor rights
6. MAINTENANCE/ DAY-TO-DAY SUPPORT - ANY STAGE	
Ad-hoc support	Deliverables: <ul style="list-style-type: none"> Ad hoc corporate governance queries Drafting ad hoc board/ shareholder resolutions Arranging board meetings/ minute taking/ action tracking services Drafting board reports/ board pack quality review Maintaining statutory registers Company House filings (including Confirmation Statements) Support with drafting annual report content Powers of Attorney



ADDITIONAL SERVICES FOR SCALING BUSINESSES

Fundraising Governance Readiness

- Governance gap analysis for investor readiness
- Governance narrative for pitch decks
- Data room governance structure and indexing

Governance for Scaling Teams

- Delegation frameworks for growing management layers
- Founder transition planning (operator → director)
- Executive onboarding governance pack
- Investor reporting governance

Founder Governance Coaching

- Director duties coaching
- Board meeting behaviour and communication guidance
- Investor communication expectations

Board Effectiveness Support

- Light-touch board effectiveness review
- Chair/ director coaching on governance expectations
- Board pack quality review
- Board KPI and reporting framework

Governance for expansion

- Subsidiary governance setup
- Entity oversight mechanics

Product Governance (for Scientific/Technical Businesses)

- Product governance framework
- Technical advisory committee setup
- R&D decision-making governance

Commercial Governance

- Contract approval governance
- Vendor onboarding governance
- Commercial risk scoring model

