

Company Secretary & Legal Affairs	 KenGen	Date of Completion: Page: 1 of 5
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JOB DESCRIPTION

POST TITLE	CHIEF OFFICER, BOARD SERVICES & CORPORATE GOVERNANCE		
DIVISION/ DEPARTMENT	COMPANY SECRETARY & LEGAL AFFAIRS DIVISION / SHARES & BOARD SERVICES DEPARTMENT		
REPORTS TO	SHARES & BOARD SERVICES MANAGER	LEVEL	3
DATE:	20TH JANUARY 2017		

1. JOB PURPOSE

Reporting to the Shares & Board Services Manager, the job holder will be responsible for assisting the Shares & Board Services Manager to ensure the provision of efficient, professional and informed Board Secretariat services and corporate governance support to the Board. The role also involves implementing the Company’s continuing obligations in line with Mwongozo, the CMA Code of Corporate Governance, the Companies Act and best practice.

- 2. PRINCIPAL ACCOUNTABILITIES**
1. Provide efficient and high quality Board Secretariat support for the Board and its Committees. Responsible for the day-to-day diary management and the facilitation of the smooth running of daily schedules of the Board Secretariat.
 2. Provide and support the planning of logistics support to the Board and Committees including arranging all internal and external meetings in consultation with the Shares and Board Services Manager.
 3. Prepare draft Board agendas, relevant briefing materials, ensure the adequate planning of meeting dates, agendas and papers in consultation with the Shares and Board Services Manager while providing guidance and advice on meeting reports, as well as taking minutes for Committee meetings.
 4. Attend and minute Committee meetings, accurately recording decisions and actions in the style and format appropriate to the Committees.
 5. Prepare reports for the subsequent meetings on the progress of actions and the outcome of decisions. Distribute meeting outcomes and follow-up documentation to all relevant parties in a timely manner.

6. Ensure the maintenance of accurate membership records and meeting attendance of members.
7. Prepare the framework for conducting the annual Governance Audit.
8. Implement the Company's continuing obligations in line with Mwongozo, the CMA Code of Corporate Governance, the Companies Act and best practice.
9. Assist in the preparation and coordination of any Director Appointment or resignation, ensuring that all governance approvals are satisfied.
10. Ensure all statutory and regulatory procedures are followed, including filing as appropriate with the Registrar-General.
11. Undertake technical research projects for the Company Secretariat, including those in relation to developments in corporate governance, regulations and best practice.
12. Keep abreast with changes in legislations and corporate governance practice.
13. Contribute to the development, review and continuous improvement of the Board secretariat procedures.
14. Participate in planning and execution of the Company's Annual General Meeting (AGM) as per the Companies Act.
15. Provide professional support to the Shares and Board Services Manager.
16. Promote the capacity development and mentorship of the team.
17. Any other duties as assigned from time to time.

3. DIMENSIONS

a) FINANCIAL MEASURES AND IMPACT:

- Board of Directors

b) PEOPLE IMPACT AND NUMBERS:

- 2 direct reports
- 3 indirect reports
- Board of Directors

4. RELATIONSHIPS

1. REPORTING TO:

- Shares & Board Services Manager

2. REPORTING TO JOB HOLDER:

- 5 Staff members namely 1 Senior Officer, 2 Officers and 2 Assistants

3. OTHER CONTACTS:

a. Within the Company: Board of Directors and All Company Divisions

b. Outside the Company: Registrar-General, ICPSK, State Corporations Advisory Committee (SCAC), The National Treasury, MoEP, Corporate Governance authorities, Nairobi Securities Exchange, Capital Markets Authority, Central Depository & Settlement Corporation and diverse stakeholders.

5. KNOWLEDGE AND EXPERIENCE

- Relevant Bachelor's degree in Social Sciences or Business Studies from a recognized University
- Relevant professional qualifications and membership to a professional body
- At least seven (7) years work experience, three (3) years of which should be in governance and/or compliance
- Computer literate and familiarity with standard office computer applications
- Excellent planning and organisational skills
- Integrity, a high degree of discretion and the ability to work with sensitive and confidential data
- Team player and positive work attitude
- Good time management skills, the ability to manage a busy workload and meet required strict deadlines
- Excellent interpersonal and communication skills with the ability to communicate effectively in a professional manner when interacting with Board Members and other stakeholders

- A positive attitude, the ability to take ownership and responsibility for the completion of tasks and the ability to take and demonstrate initiative
- Strong attention to detail and can convey complex issues simply

6. SKILLS AND COMPETENCIES

- Demonstrate sound work ethics
- Excellent planning and organisational skills
- Integrity, a high degree of discretion and the ability to work with sensitive and confidential data
- Team player and positive work attitude
- Good time management skills, the ability to manage a busy workload and meet required strict deadlines
- Excellent interpersonal and communication skills with the ability to communicate effectively in a professional manner when interacting with Board Members and other stakeholders
- A positive attitude, the ability to take ownership and responsibility for the completion of tasks and the ability to take and demonstrate initiative
- Strong attention to detail and can convey complex issues simply
- Effective communication and people skills (both written and oral) at both senior and junior levels and across different departments
- Ability to work under pressure with flexibility to adapt to shifting time expectations
- A confident and discreet manner

7. JOB CHALLENGES

- Ensure safe custody of Board documentation
- Ensure confidentiality is maintained
- Board documentation is highly sensitive and confidential
- Vigilance to deter any possible leaks within the Board Service Office

8. DELEGATED FREEDOM TO ACT & MANAGEMENT CONTENT

- Authorised to deal with the office of the Registrar-General, SCAC, CMA, NSE, ICPSK and CDSC
- Authorised to deal with correspondence to the Board

9. WORKING ENVIRONMENT

- Generally office environment
 - Sometimes travel at short notice
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