



**REFERENCE NUMBER: TIK/001/FIN/2019**

**DESCRIPTION: COMPANY SECRETARY SERVICES**

**DEADLINE DATE FOR SUBMISSION OF EOI: COB Friday 30<sup>th</sup> April 2019**

**POSTING DATE: 17<sup>th</sup> April 2019**

## **1. BACKGROUND AND INTRODUCTION**

Transparency International-Kenya (TI-Kenya), founded in 1999, is a not for profit organization, and an autonomous Chapter of the global Transparency International (TI) movement. TI-Kenya envisions a transparent, just and accountable Kenyan society, while its mission is to support citizens and governance institutions enhance transparency and accountability in public and business affairs through legal and policy frameworks, skills, knowledge and information

## **2. SPECIFIC ROLES AND RESPONSIBILITIES**

The specific responsibilities are:

### **Board & Compliance Functions**

- Assessing and advising on corporate governance best practices.
- Assessing and ensuring compliance with company's Act & company memorandum and articles of association.
- Preparing and ensuring timely filing of statutory returns with the registrar of companies.
- Preparation and management of the Board calendar in Liaison with the Executive Director.
- Prepare agenda of the Board Meeting and Annual General Meeting in consultation with the Chairman and Executive Director of the Institution, and coordinate and attend Board Meetings/AGM as Secretary to the Board.
- Convene the Annual General Meeting and any Extraordinary General Meetings.
- Attending and preparing minutes of Board and Members' meetings.
- Assisting in the preparation of pre-board and Members' meetings documents.
- Drafting of Board resolutions.

- Communicate Board decisions/resolutions to external agencies directly or through the relevant officials of the Institution.
- Updating of statutory registers.
- Updating and maintain the Members' register.

### **Custodial Function**

- a) Act as custodian of the important documents of the Company including:
  - i. Articles of Incorporation;
  - ii. Certificate of Incorporation;
  - iii. Company Seal;
  - iv. Statutory registers of the Company;
  
- b) Maintain record of original minutes of the Board Meetings/AGM and Board Committee Meetings

### **3. SUBMISSION OF EOI**

The deadline for submission of expressions of interest is **Thursday 30<sup>th</sup> April 2019**.

Applications should be sent by email to **procurement@tikenya.org**. Please indicate **TIK/001/FIN/2019 – SECRETARIAL SERVICES** on the subject line of your email application.