

JOB PROFILE

1. POSITION DETAIL

CURRENT JOB TITLE	Company Secretary	JOB GRADE	E1
PROPOSED JOB TITLE			
JOB CODE	SEC/120		
DEPARTMENT	CEO's Office		
DATE REVIEWED	20 November 2023		
LOCATION	Radiokop, Honeydew		
EMPLOYMENT STATUS	Fixed Term Contract (5 Years)		
PURPOSE STATEMENT			
To provide corporate governance and company secretariat functions to Broadband Infracore and render an effective one stop service to the Board of Directors and all Board committees. Responsible to the Board for all Secretarial and Statutory functions and duties within the organisation as required by the Companies Act, corporate governance guidelines, best practices (industry and international), and other statutes and by-laws.			
POSITION IN THE ORGANISATION			
2ND LINE MANAGER (2ND LEVEL)	Board		
1ST LINE MANAGER (1ST LEVEL)	Chairperson (Functional) CEO (administratively)		
POSITION	Company Secretary		
SUBORDINATE (1ST LEVEL)	Manager: Secretariat, Committee Secretariat, Secretariat Administrator		
SUBORDINATE (2ND LEVEL)	N/A		
SUBORDINATE POSITIONS			
<i>Please provide job titles of subordinates and total number of employees per job title (organogram can be inserted)</i>			
First level subordinates:			
3			

2. POSITION DESCRIPTION

MAIN OUTPUTS AND RESPONSIBILITIES FOR THIS POSITION – <i>(Please provide a short description under each heading/output)</i>	TIME SPENT
1. Strategic Role - Participate and give input in the development of the Company governance strategy. - Provide Board of Directors with guidance to discharge their duties, and responsibilities in the best interest of the company. - Remain the source of advice to the Board and within the company on matters of ethics and good governance. - Ensure that the Board is aware of any new laws relevant to or any changes in the legislation that might affect the operations of the organization. - Report to the Board any non-compliance with Memorandum of Incorporation (MOI) or regulations by the organization. - Facilitate the evaluation of the Board committees and Directors. - Ensure the preparation and distribution of the organisation's Annual Financial Report to relevant parties.	15%
2. Stakeholder management and Communication - Assist the Chairman and the CEO with the compilation of the annual calendar and the approved plan and ensure timeous circulation to Board members. - Convene and communicate the Annual General Meeting dates and facilitate proceedings of the Board and other committees such as HRRC, Social Ethics, Tender & Procurement, Audit and Risk & Compliance. Technology Knowledge Information Management Committee and Audit and Risk Committee. - Ensure the Board receives information required to make informed and effective decisions timeously . - Communicate Board's decisions to the sub-committees, EXCO and BBI. - Resolve shareholders queries and embrace shareholder relations. - Manage company reputation by acting as a liaison between BBI and other third parties pertaining company information. - Prepare submissions to the Shareholder, Treasury and other national departments as and when required.	15%
3. Ensure adherence to Corporate Governance - Advise and support the Board and its sub-committees in the effective governance of the Company (PFMA, Companies Act, King VI and other applicable legislation). - Remain vigilant and watch whether the Board is acting in the best interest of the Company and advice on mitigating actions. - Manage conflict of interest and be the custodian of the Code of Ethics policy approved by the Board. - Develop a mechanism to cascade the process by facilitating workshops to promote awareness of the policy by all employees within the organization.	15%

MAIN OUTPUTS AND RESPONSIBILITIES FOR THIS POSITION – <i>(Please provide a short description under each heading/output)</i>	TIME SPENT
- Monitor progress and report on the effectiveness of the process and adherence thereto. - Promote transparency, responsibility, fairness and accountability within the Board and all associated sub-committees of the Board. - Devise and develop a mechanism that eliminates any deviations from the stipulations of the Companies Act. - Provide corporate governance input pertaining to the status of shareholding and conducting corporate governance risk analyses. - Support EXCO and Board accounting processes such as audit queries, PFMA requirements and reporting on the regulators activities and budget reviews. Develop a mechanism to cascade the process by facilitating workshops to promote awareness of the policy by all employees within the organization. - Monitor progress and report on the effectiveness of the process and adherence thereto. - Promote transparency, responsibility, fairness and accountability within the Board and all associated sub-committees of the Board. - Devise and develop a mechanism that eliminates any deviations from the stipulations of the Companies Act. - Provide corporate governance input pertaining to the status of shareholding and conducting corporate governance risk analyses. - Support EXCO and Board accounting processes such as audit queries, PFMA requirements and reporting on the regulators activities and budget reviews. 4. Provision of Secretariat and chief administrator duties - Perform the secretariat role to EXCO, the Board and sub-committees of the Board, and ensure they have Terms of Reference (ToR) aligned to rules and regulations that exist. - Ensure that minutes of Shareholders, the Board, EXCO and any other committees of the Board are properly recorded and circulated in a timely manner. - Effective management and administration of Board meetings. - Design the Board agenda to be relevant and pertinent to the organisation's business imperatives. - Proper recording, approval and circulation of minutes. - Develop and manage the Secretariat manual. - Coordination and administration related to Board resolutions and follow up actions. - Coordinate the preparation and approval of the Annual Report for BBI including publishing of the document. - Develop a structure to ensure that the Board obtains information that is filtered to it from subsidiaries in management, and that decisions made by the Board are filtered down to management and subsidiaries.	15%

MAIN OUTPUTS AND RESPONSIBILITIES FOR THIS POSITION – <i>(Please provide a short description under each heading/output)</i>	TIME SPENT
- Management of records by remaining the custodian of all Board information and register all submissions relating to the PFMA, strategic correspondence and submissions to shareholders and stakeholders (DCDT, IDC, Financial institutions, Parliamentary Committee, general public, etc. - Assist in submitting applications for National Treasury and ensure they comply with Government statutes e.g. Section 54. 5. Lead and manage staff - Assess the specific training needs of the Board members and the Executive management in their fiduciary and other governance responsibilities. - Inform Shareholders of any skills gaps identified on the Board. - Orientation and Induction of the Board. - Provide ongoing training and development of the Board. - Ensure that sufficient staff is available and properly trained. - Recruit staff members for the division. - Prepare performance management contracts on an annual basis. - Provide coaching, mentoring and guidance to reporting staff. - Identify any training requirements of reporting staff and ensure that these requirements are met. - Guide staff in career development. - Address any disciplinary issues. - Create succession plans for direct reporting staff. - Ensure that managers' skills are updated regularly. 6. Financial Management - Develop and manage budget for the department including the Board. - Ensure compliance to PFMA, Treasury regulations, Procurement and Supply chain management. - Review the budget and management of labour cost. 7. Compliance - Ensure compliance and alignment with relevant legal requirements affecting BBI's environment with reference to King VI, Companies Act, etc. - Liaise with external stakeholders (regulators and auditors) pertaining to statutory compliance. - Source of guidance and advisory role to the Board on legislation and governance issues. - Coordination of BBI's decision making and reporting processes (Delegation of Authority matrix). - Develop and implement Secretariat Policies, procedures and processes. - Coordinate and manage Risk and Audit queries - Ensure alignment to best practice.	10% 5% 15%

MAIN OUTPUTS AND RESPONSIBILITIES FOR THIS POSITION – <i>(Please provide a short description under each heading/output)</i>	TIME SPENT
- Ensure that general declarations of interests register conflicts of interest and gift registries are documented and kept up to date. 8. Reporting - Submission of statutory reports and shareholder compact timeously. - Safe keeping and Filing of Board resolutions sequentially and ensure accurate reflection and correspondence to the minutes. - Ensure each committee has a report to be tabled at the next meeting and ensure the Board engages properly.	10%
TOTAL	100 %

3. JOB EVALUATION CRITERIA

A) KNOWLEDGE AND SKILLS	
FORMAL EDUCATION	• Law Degree or CGISA or relevant equivalent qualification • Post graduate qualification preferably
TECHNICAL/ LEGAL CERTIFICATION	• Training in corporate governance and business administration
EXPERIENCE	• Minimum 5 Years experience in state-owned entity as a Company Secretary • 3 years legal background • 3 years management experience

4. COMPETENCIES

COMPETENCIES		
KNOWLEDGE	SKILLS	ATTITUDES
Corporate Governance	Strategic Capability and Leadership	Shared values
Risk Management	People Management and Empowerment	Ability to motivate others
Business Acumen	Reporting	Influencing
Statutes	Change Management	Accountability
Board processes and procedures	Communication	Honesty and integrity
Financial management	Planning	Client Orientation and Customer Focused

Legal and Corporate Governance Advisory	Corporate and Commercial law	Self Starter
Strategic Planning	Problem Solving and Analytical	
Business Acumen	Creativity and Innovation	
	Knowledge management	
Treasury Regulations, PFMA, Companies Act	Systems thinking	

5. OTHER SPECIAL REQUIREMENTS

- Willing to work irregular hours.

B) DECISION MAKING

What are the most regular and complex challenges in the job? Please provide a couple of examples of regular problems that need to be resolved and not ad hoc scenarios or cases. Also indicate how these problems or challenges will be resolved.

Please name the resources utilised by the jobholder to solve problems or make decisions, e.g. the internet, manuals, policies, procedures, external resources, etc.

- Computer
- Software
- Vehicles
- Mobile phone
- Emails

Please provide the typical planning cycle of the job – macro as well as micro planning, e.g. macro – 3 – 5 years and micro – 1 year. Also provide examples to elaborate on the answer.

- Macro – 6-12months
- Micro – 3 – 5 years

How long will it normally take before the impact of the judgement calls made by the jobholder will be felt in the business?

- Immediately

What type of practices, procedures, policies, systems or outputs does the jobholder influence or change in his/her role– operational, tactical or strategic? Please apply the 60/40 rule and provide examples to elaborate on the answer.

- Strategic – 40%
- Tactical – 40%
- Operational – 20%

C) ACCOUNTABILITY
What type of decisions can the jobholder take within his/her area of accountability and what type of decisions will typically be referred to the direct manager for sign off? Please provide a couple of examples of regular decisions/problem solving or judgement calls and not ad hoc scenarios or cases. Jobholder accountability • Act as EXCO and Board Secretary • Management of meetings of EXCO, BOARD and sub-committees • Communication in accordance with the Delegation of Authority • Project Management Referral to Line Manager for approval • As per the Delegation of Authority
D) COMMUNICATION
Please provide examples on the context, range and complexity of subject matters being communicated by the jobholder as well as the context, format and process of communication used to reach the target audience. Please refer to both verbal and written communication. (Concentrate on issues that make the communication process complex, e.g. communicating information to an audience that is not familiar with the concepts and technology, communicating to an audience that has their own opinions and the subject matter is of such a nature that no single interpretation can definitely be shown to be correct and the jobholder has to persuade the audience under these circumstances of what he/she thinks the best practice is, etc.) - Verbal: Media Relations, Political Relations, Stakeholder Relations - Written: Publications, Media releases and Shareholder submissions

APPROVED BY DIRECT LINE MANAGER

Signature: _____ Date: ____ / ____ / 20____

APPROVED BY DIVISIONAL HEAD

Signature: _____ Date: ____ / ____ / 20____

CONFIRMED BY INCUMBENT

Signature: _____ Date: ____ / ____ / 20____

VALIDATED BY HR EXECUTIVE / MANAGER: OD, LEARNING & PERFORMANCE

Signature:  _____ Date: 30 / 11 / 2023