



NATIONAL TRANSMISSION & DESPATCH COMPANY (NTDC)

Job title	Company Secretary
Report to	Chairman - Board of Directors

Job Objective

The Company Secretary shall be responsible for ensuring that Board procedures are followed, and that all applicable laws, rules and regulations and other relevant statements of best practice are complied with.

Job Responsibilities

- Shall be responsible for discharge of duties and functions normally discharged by a secretary under the corporate laws and secretarial practice;
- Shall be responsible for all secretarial functions and shall ensure compliance with respect to requirements of the Act concerning the meetings and record of proceedings of the board, committees and the general meeting of members, review the applications for admission to membership and the recommendations accompanying the same to ensure that they are in the form prescribed, ensure that all notices required by these Articles or under the Act are duly sent and that all returns required under the Act are duly filed with concerned Company Registration Office;
- Ensure all statutory compliances by the regulator(s) within due timeline;
- Ensure compliance of the provisions of the Companies Act and rules made thereunder and other statutes and byelaws of the company;
- Ensure that business of the company is conducted in accordance with its objects as contained in its memorandum of association;
- Ensure that affairs of the company are managed in accordance with its objects contained in the articles of association and the provisions of the Companies Act;
- Ensure that NTDC remains compliant with applicable standards of corporate governance and has the necessary infrastructure to support its governance framework;
- Advise the Chairman in the effective planning and execution of the role and functions of the Board of Directors and the Board Committees;
- Ensure that the Board of Directors and each of their Committees conduct their business in compliance with applicable legal and regulatory frameworks and



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associated codes of corporate governance, and in a manner which is otherwise appropriate for a public sector corporate entity;

- Formulate Terms of Reference for all Board Committees and ensure that Committees are properly constituted and operate in accordance with their Terms of Reference;
- Ensure appropriate, robust action plans are in place to address the findings of governance reviews and that these are effectively monitored;
- Assist the Chairman to establish system for the Board orientation and learning to acquaint the Board members with the wider scope of responsibilities concerning the use of public resources, to act in good faith and in the best interests of NTDC;
- Ensure effective management of all Board and committee meetings including coordinating, preparing and distributing Board/committee pre-read materials, meeting agendas, notifications, and meeting minutes for the Board and its committees;
- Report outstanding agenda items and ensure information is provided to the Board/committee members in a timely manner;
- Deal with correspondence, collating information and writing reports and ensure decisions made are communicated to the relevant company stakeholders;
- Arrange, with the consultation of chairman, the board and committees' meetings of the company and to attend such meetings in order to ensure compliance with the legal requirements and to make correct record thereof.
- Carry out all matters concerned with the allotment of shares, and issuance of share certificates including maintenance of statutory Share Register and conducting the appropriate activities connected with share transfers;
- Prepare, approve, sign and seal agreements leases, legal forms, and other official documents on the company's behalf, when authorized by the broad of the directors or the executive responsible;
- Advise, in conjunctions with the company's solicitors, the managing director or other executive, in respect of the legal matters, as required;
- Maintain custody of the seal of the company;



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- File various documents/ returns with the Registrar / Commission as required under the provisions of the Companies Act;
- Maintain proper books and registers of the company as required under the provisions of the Companies Act. Ensure that people entitled to do so can inspect company records;
- See whether legal requirements of the allotment, issuance and transfer of share certificates, mortgages and charges, have been complied with;
- Carry on correspondence with the directors of the company on various matters; and
- Monitor changes in relevant legislations and the regulatory environment and taking appropriate actions.

The aforementioned statements are intended to describe the general nature and level of work being performed by people assigned to this job. These are not intended to be an exhaustive list of all the required duties, responsibilities and job specifications / requirements.

Qualification

- An ideal candidate should have either of the following qualification:-
 - A member of a recognized body of professional accountants OR
 - A member of a recognized body of corporate/chartered secretaries OR
 - A person holding a Master's degree in Business Administration or Commerce from a University recognized by HEC or a Law graduate from a university recognized by HEC.



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Experience and Age

- Minimum 15 years' experience in corporate organizations out of which at least 5 years' progressives' experience of Company Secretary/Assistant Company Secretary position is a must. Additional relevant experience will be an added advantage.
- Candidates with diversity of experience from both public and private sector will be given preference.
- Well versed with Companies' Law and SECP regulations. Strong knowledge of all Regulatory Affairs is mandatory requirement.
- Excellent oral and written communication skills in English language.
- Strong IT Skills and must be proficient in use of Microsoft office, video conferencing applications etc.
- Maximum Age 50 years as on the last date of submission of applications.