

## **ICS COUNCIL COMMITTEES TERMS OF REFERENCE, YEAR 2021-2022**

### **1.0 FINANCE AND STRATEGY COMMITTEE**

- 1.1** Oversee preparation and implementation of annual budgets and financial statements.
- 1.2** Formulate and oversee implementation financial, procurement, disposal, human resources, debt collection and general administration policies
- 1.3** Ensure financial sustainability and financial growth of the Institute.
- 1.4** Ensure sound financial management and accounting practices
- 1.5** Review of membership fees and other fees.
- 1.6** Oversee Human resources management and development matters
- 1.7** Oversee development and implementation of the strategic plan.
- 1.8** Oversee the Institute's information technology systems.
- 1.9** Review the Institute's annual work plans and ensure that the same are in line with the Strategic Plan
- 1.10** On behalf of the Council, liaise with and oversee Institute's subsidiaries.
- 1.11** Oversee debt collection and payment members' subscriptions and make recommendations to the Council on further action, including members deregistration.

### **2.0 PROFESSIONAL DEVELOPMENT COMMITTEE**

- 2.1** Maintain, promote, increase and update professional competence of members and the public through seminars, symposia, conferences, courses and other training activities in professional, technical and related matters.
- 2.2** Develop training materials for members and students and liaise as necessary with writers and publishers on matters connected therewith.
- 2.3** Avail library facilities for members and students.
- 2.4** Liaise with KASNEB on matters relating to CS syllabus, examinations, standards and policies.
- 2.5** Liaise as necessary with other institutions concerned with training of members and students.
- 2.6** Support the formation and maintenance of students' associations.
- 2.7** Promote the certified secretarial profession to secondary school and university students and to all persons aspiring to be certified public secretaries.
- 2.8** Develop and oversee implementation of policy and procedures on innovation, research and publications.
- 2.9** Publish professional standards for best practice to members of the Institute.
- 2.10** Create awareness on good governance practices among institutions and the wider public

- 2.11** Advise members on technical, governance and legislative aspects of the profession.
- 2.12** Formulate guidelines to promote good governance both in the public and private sectors.
- 2.13** Review various legislations and amendments to various statutes to provide for the role of the Certified Secretary.
- 2.14** Develop Institute's advisories on Governance, Public Policy and Devolution
- 2.15** Oversee Governance Audit

### **3.0 MEMBERSHIP SERVICES AND ADVOCACY COMMITTEE**

- 3.1** Increase demand for services of Certified Secretaries through lobbying and invention of new products
- 3.2** Advocate enhanced recognition of the CS Brand in the job market
- 3.3** Introduce different categories of membership
- 3.4** Advise Council on different issues affecting CS practitioners
- 3.5** Advise Council on enhancement of service delivery to members.
- 3.6** Oversee production and distribution of the Governance Journal
- 3.7** To develop marketing and member recruitment and retention plans and strategies
- 3.8** To develop sector specific products and services for members
- 3.9** To develop products for various categories of members
- 3.10** Oversee professional mentorship programmes among members
- 3.11** Recommend and review procedures and rules for vetting members for Council and committee membership
- 3.12** Advise on Council election matters
- 3.13** Evaluate and advise the Council on Membership Categorization Rules and Awarding of Fellowship and Commendations.
- 3.14** Evaluate and advise the Council on the Medical Benefits Scheme for Members
- 3.15** Oversee membership support events such as General Meetings, Annual Luncheon, Cock-Tail, Dinner and CSR activities for members.
- 3.16** Formulate and oversee implementation of sponsorship and partnership strategies
- 3.17** Lead in the development and re-branding of the Certified Secretary profession.
- 3.18** Develop and oversee marketing, Advertising, publicity, advocacy, and communication marketing strategies.
- 3.19** Oversee publication of Articles on Governance in the Media

### **4.0 AUDIT, RISK AND COMPLIANCE COMMITTEE**

- 4.1** To monitor, recommend and provide advice to the Council on the Integrity of the Financial Statements of the Institute, including its annual and quarterly reports, preliminary results announcements relating to its financial performance or other financial information to be made public
- 4.2** Follow up on auditing of the Institute's books of accounts and financial statements.
- 4.3** To recommend to Council the terms of engagement and remuneration of the Institute's external auditor for audit services and overseeing the relationship with the Institute's external auditor.
- 4.4** To oversee the selection process for the external auditor and, if the external auditor resigns, to investigate the reasons for the resignation and recommend to Council on any action to be taken.

- 4.5** To assess at least annually the auditor's qualifications, experience and resources and the effectiveness of the audit process which shall include a report from the external auditor on its own internal quality procedures to monitor the external auditor's compliance with applicable legislation and guidance on the rotation of audit partners.
- 4.6** To review and discuss the audited financial statements with the Institute's Secretariat; Finance, Administration and Strategy Committee and with the external auditor and to address any issues which arose during the audit.
- 4.7** Review the Institute's arrangements for the confidential, anonymous submission by members and employees of the Institute on concerns regarding matters which could have a material impact on the Institute, and to ensure that these arrangements allow proportionate and independent investigation of such matters and appropriate follow up action.
- 4.8** To review the Institute's procedures for detecting fraud and to review the investigation and remediation of any alleged or suspected fraud.
- 4.9** To review the adequacy and effectiveness of the governance process in the Institute.
- 4.10** To review the status of the compliance programme (policies, training, monitoring and audit) at the Institute to ensure adherence to applicable legal and regulatory standards and to the Code of Ethics where there may be a material impact on the Institute.
- 4.11** To coordinate the risk management process in the Institute.
- 4.12** To consider other matters as notified from time to time by the Council.