

## **JOB DESCRIPTION AND SPECIFICATION**

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### **IDENTIFYING INFORMATION**

**Post Title:** Corporate Secretary

### **REPORTING RELATIONSHIPS**

**Reports to:** Chairman of the Board of (1) Montego Bay Convention Centre, (2) Jamaica Vacations Limited, (3) Milk River Hotel and (4) Bath of St. Thomas the Apostle

### **LIAISES WITH:**

Internal: Chairman and Directors of the Board  
Executive Director/ General Manager  
Internal Auditors

External Permanent Secretary  
External Auditors  
Attorneys- at-Law  
Local/Overseas Business Interests, JHTA and its Membership, NGO's, Tourism Stakeholders

### **OBJECTIVE/SUMMARY FOR POSITION**

Under the general direction of the Chairman of the Board, the Corporate Secretary ensures that the provisions of the Board are adhered, Board decisions are implemented and that the business of the organization is conducted on timely and in an ethical manner and to protect the assets and interest of the Board.

## **OUTPUT**

- Corporate Governance monitored.
- Meetings convened, minutes recorded prepared and circulated.
- Meeting coordinated.
- Board provided with effective corporate support.
- Reports developed and submitted
- Records and Databased maintained
- Board Resolutions prepared

## **RESPONSIBILITIES AND DUTIES**

- Monitoring corporate governance and other developments that the board and/or its committees need to know and taking the steps necessary to comply with changing regulatory and other requirements.
- Handling the logistics of committees and subsidiary board meetings or, in the increasingly virtual business environment, scheduling conferencing.
- Preparing agendas, taking, and circulating minutes of meetings, circulated Board papers and Sub-committee reports.
- Reviewing, preparing, and distributing board materials containing substantial background information to assist with board and committee meeting preparation.
- Coordinates the payment of fees to directors and ensures proper payment records are maintained and in line with government guidelines.
- Supporting the technology used to prepare and distribute materials, conduct meetings, and facilitate other board and committee activities while being mindful of privacy and confidentiality concerns.
- Reviewing, preparing, and distributing board materials containing substantial background information to assist with board and committee meeting preparation.
- Maintaining an efficient records management system of the materials provided to the board and its committees to substantiate that directors are given appropriate information on which to base decisions.
- Coordinating the orientation of new directors, facilitating director education and board and committee assessments
- Coordinating the annual performance evaluations process for the Board of Directors and committees
- Briefing Chairman and Executive Directors ahead of meetings on matters pertaining to the agenda, indicating the nature of the issues, which are likely to arise.
- Keeping abreast of the flow of discussions in meetings, initiating follow up actions and circulating decision taken by the Board to facilitate entity implementation.

- Compiling and periodic update of meetings folders for Board and sub-committee meetings, containing all the necessary documents enabling members of the board to effectively carry out their duties.
- Informing members of the Board and sub-committees on any changes in legislation or law, as necessary and helpful for the Board's ability to exercise their duties.
- Preparing commitment letters and legal documents and liaise with internal/external Attorneys and Auditors
- Contribute to the content of the annual report, particularly in the areas on corporate governance and compliance.
- Undertaking relevant research and prepare a variety of reports and briefs, as directed.
- Provides Custodial services of the Public Body seal book and corporate seal and apply document as required.
- Authenticates approved signatures by co-signing with the Chairman and/or any other members of the Board authorized to do so
- Representing the Board at designated meetings and on assigned committees, as directed by the Chairman and/or Executive Director

#### **UNUSUAL WORKING CONDITIONS**

- Long and extended hours to meet the demands of the Board of Directors
- High degree of interface with a wide cross section of personalities

#### **AUTHORITIES OF THE JOB**

- To recommend policies and procedures within the scope of the area of responsibility
- To sign documents on behalf of the Board in accordance with established procedures and provisions of the Board Charter
- Secure logistical arrangements for meetings

#### **EXPECTED RESULTS/PERFORMANCE CRITERIA**

- The extent to which the decisions of the Board are implemented in a timely manner.
- The extent to which the interest of the entity is protected.
- The quality of the minutes and records associated with the transaction of the Board.
- The extent to which the Board's Seal and other confidential documents are kept secured.
- The quality of the representation on designated Boards

## **REQUIRED EDUCATION AND EXPERIENCE**

- Bachelor's degree in Business Administration and /or Law/Chartered Secretary or equivalent specialized training.
- Three (3) years' experience in senior administration and/or similar position as Board Secretary and/or Corporate Secretary

OR

- Any equivalent combination of qualification and experience

## **KNOWLEDGE, ABILITIES AND SKILLS**

- Sound knowledge of Public Bodies Management and Accountability Act, policies, procedure and guidelines of the Tourism Sector
- Sound knowledge of Boardroom Governance and the administration of meetings, et al
- Ability to interpret policy decision of the Board and the ability to perform all duties of Corporate Secretary effectively.
- Ability to effectively plan, organize and manage meetings and attendant logistics.
- Ability to make sound decisions and analysis data (when required)
- Excellent oral and written communication skills.
- Highly developed emotional intelligence
- Well-developed analytical skills, reasoning power, judgment and diplomacy
- High Integrity and discretion when handling confidential matters.
- Detail oriented- a well-organized approach.
- Sense of balance (no matter the pressure)
- Accountability
- Confidentiality
- Excellent knowledge of MS Office