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## **PROFILE OF THE CERTIFIED SECRETARIES PROFESSION IN KENYA**

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### **INSTITUTE OF CERTIFIED PUBLIC SECRETARIES OF KENYA**

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## 1.0 ESTABLISHMENT AND MANDATE OF THE INSTITUTE

The Institute of Certified Public Secretaries of Kenya (ICPSK) is a membership organization, established under the Certified Public Secretaries of Kenya Act, Cap. 534 of the Laws of Kenya. The Institute's vision is **to be a world class professional body and centre of excellence in governance**, while the mission is **to promote the practice of good governance and leadership through competence development of members and dissemination of knowledge and best practice to stakeholders**. The core mandate of the Institute therefore is to promote the practice of good governance in both private and public institutions.

The Institute is a member of the Association of Professional Societies in East Africa (APSEA). The Institute is also a member of Corporate Secretaries International Association (CSIA), the global umbrella body for corporate secretaries and governance professionals comprising Australia, Bangladesh, Hong Kong, India, Malaysia, Nigeria, Singapore, South Africa, United Kingdom, United States of America, Zimbabwe and Kenya.

The overall leadership of the Institute is bestowed on the Council which is the policy making body. The Council is appointed pursuant to Section 8 of the CPS of Kenya Act and operates through Committees and a Secretariat.

The members of the Institute currently standing at more than three thousand (3,000) are competent in matters of governance and corporate secretarial practice, compliance, management and administration.

## 2.0 MEMBERSHIP QUALIFICATIONS

The membership qualifications are prescribed under Section 20 of the Certified Public Secretaries Act, Cap 534 of the Laws of Kenya that a person is qualified to be registered as a Certified Public Secretary if he/she:

- a) Has been awarded by the Kenya Accountants and Secretaries National Examinations Board (KASNEB) a certificate designated the final certificate of Certified Public Secretaries Examinations;
- b) Holds a qualification approved by the Registration of Certified Public Secretaries Board (RCPSB);
- c) Was on June 30, 2002 both a citizen of Kenya and a member of the professional body known as The Institute of Chartered Secretaries and Administrators;

- d) Was on June 30, 2002 both ordinarily resident in Kenya and a member of the professional body known as The Institute of Chartered Secretaries and Administrators;
- e) Was on 1 November 1989 registered as an Accountant under section 24(1) of the Accountant Act; or
- f) Was on 30 June 2002 an Advocate of the High Court of Kenya.

Qualified persons who wish to register as members are required to apply through the Registration of Certified Public Secretaries Board (RCPSB). Members who desire to practice are required to obtain a practicing certificate issued by RCPSB, after meeting the prerequisite requirements which among other things include being members of the Institute in good standing for at least two years.

### 2.1 Certified Secretaries (CS) Examinations

The CS examination in Kenya is administered by KASNEB. In order to register as a KASNEB student a candidate is required to possess the following minimum qualifications:

- a) Kenya Certificate of Secondary Education (KCSE) examination with an aggregate of at least C Plus (C+) provided the applicant has obtained a minimum grade of C Plus (C+) in both English and Mathematics.
- b) KASNEB technical or professional examination certificates.
- c) A degree from recognized Institutions. (Exemptions may be granted to holders of degrees, diplomas and certificates from recognised universities, polytechnics, other institutions of higher learning and other examination bodies in East Africa).
- d) Such other certificates or diplomas as may be approved by KASNEB and other examination bodies in East Africa.

### 2.2 Certified Secretaries syllabus

The current CS syllabus is as follows:

<b>CS PART I</b>	<b>CS PART II</b>	<b>CS PART III</b>
<p><b>SECTION 1</b></p> <ul style="list-style-type: none"> <li>• Organizational Behavior</li> <li>• Commercial Law</li> <li>• Business Communication</li> </ul>	<p><b>SECTION 3</b></p> <ul style="list-style-type: none"> <li>• Company Law</li> <li>• Financial Management</li> <li>• Principles and Practice of Management</li> </ul>	<p><b>SECTION 5</b></p> <ul style="list-style-type: none"> <li>• Human Resource Management</li> <li>• Financial Markets Law</li> <li>• Governance and Ethics</li> </ul>

<p><b>SECTION 2</b></p> <ul style="list-style-type: none"> <li>• Economics</li> <li>• Principles of Accounting</li> <li>• Public Finance and Taxation</li> </ul>	<p><b>SECTION 4</b></p> <ul style="list-style-type: none"> <li>• Corporate Secretarial Practice</li> <li>• Management Information Systems</li> <li>• Law and Procedure of Meetings</li> </ul>	<p><b>SECTION 6</b></p> <ul style="list-style-type: none"> <li>• Strategic Management</li> <li>• Public Policy and Administration</li> <li>• Governance and Secretarial Audit</li> </ul>
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### 3.0 OPPORTUNITIES FOR CERTIFIED SECRETARIES

Certified Secretaries are trained to offer professional services in the areas of: Governance, compliance, advisory, management, administration, consultancy, corporate recovery, insolvency, among others. Membership benefits and opportunities include:

- (a) Use of the internationally recognized Certified Secretary “CS” designation.
- (b) Company Secretaries in line with the requirements of the Companies Act No 17 of 2015
- (c) Secretaries to the County Public Service Board in line with the provision of the County Governments Act, 2012.
- (d) Secretaries to the Boards of the Cities and Urban areas in line with the provision of the County Governments Act, 2012.
- (e) Corporation Secretaries in line with provisions of the Code of Governance for State Corporations (Mwongozo).
- (f) Governance Auditors of State Corporations in line with provisions of Mwongozo.
- (g) Governance Auditors of issuers of Securities to the Public in line with provisions of the Code of Governance for issuers of Securities to the Public.
- (h) Shares Registrars.
- (i) Compliance Advisors.
- (j) Governance Advisors and Trainers.
- (k) Board Evaluators.
- (l) Access to cutting edge knowledge in their field of specialization through our Continuous Professional Development (CPD) programmes.
- (m) Discounts on professional trainings offered by ICPSK
- (n) Serving in Public and Private Institutions Boards.
- (o) Serving in Committees of the Council.
- (p) Facilitating Trainings and Consultancies on behalf of the Institute.
- (q) Access to ICPSK Publications such as the Governance Journal and regular electronic updates on current and conventional issues.
- (r) Access to the ICPSK Medical Scheme.
- (s) Invest and purchase office space in the CPS Governance Centre Office Complex

- (t) Inclusion in our databank for job opportunities.
- (u) Access to technical support on professional matters.
- (v) Opportunities for participation in international programmes organized by Corporate Secretaries International Association (CSIA) and interaction with the global business community.
- (w) Access to ICPSK library resources.
- (x) Membership of the ICPSK Sacco Society Limited
- (y) Membership of the ICPSK Benevolent Fund.
- (z) Opportunity for linkages with other members and professionals to enhance networking and contribute to national development.

## **4.0 CONTINUOUS PROFESSIONAL DEVELOPMENT (CPD)**

The professional world has become not only competitive but also dynamic. Significant changes and challenges can be observed in the regulatory background within which the Certified Secretaries who are Governance Professionals must operate. To keep pace with these changes and address these challenges, the Institute ensures access to continuous development programme which are designed to upskill its members in matters of professional knowledge, expertise and competence. The Institute also has a duty to the general public in ensuring that its members observe high standards of professionalism.

## **5.0 INITIATIVES TO PROMOTE GOOD GOVERNANCE**

As a public institution with a statutory mandate to promote good governance, the Institute has undertaken various initiatives to fulfill its mandate including the following:

### **5.1 The ICPSK Champions of Governance (COG) Award**

The COG Award, which is in its sixth year, is a culmination of a governance audit that seeks to rate the performance of organizations and recognize organisations and individuals that practice good governance based on the following eight parameters:

- The Board of Directors
- Ethical leadership and Corporate Citizenship
- Accountability, Risk Management and Internal Control
- Transparency and Disclosure
- Shareholder rights and obligations
- Stakeholder obligations
- Compliance with laws and regulations
- Sustainability and performance management

## 5.2 Champions of Governance Index (CGI)

The Champions of Governance Index is based on an analysis of data collected during the governance audit which precedes the COG Award. The CGI is a national performance indicator on governance, based on the governance audit of organizations that participate in the COG Award.

## 5.3 The Governance Forum

The Institute introduced monthly governance forums commencing August 2012 with the aim of building capacity within the Institute members and members of the public in order to enhance good governance within the public and private sectors.

## 5.4 Other initiatives include:

- Code of Governance for State Corporations-*Mwongozo*
- The Code of Governance for Private Organizations in Kenya.
- The Code of Governance for Non-Governmental Organizations in Kenya.
- CSIA Corporate Secretaries Tool Kit
- The Governance Framework for Certified Public Secretaries working at the County Governments.

## 5.5 Publications

The Governance Journal is published quarterly. The Journal is intended to inform, educate and update members and the public on matters of governance.

## 5.6 Representation

The Institute is represented in a number of policy-making organizations and task forces. On regular basis, it forwards submissions to relevant authorities in the Government on issues within its mandate.

## 6.0 CONSULTANCIES AND TRAINING PROGRAMME

The Institute is at the forefront in promoting good governance in both public and private sectors. In doing so, the Institute organizes programmes, seminars and workshops on governance, management, corporate secretarial practice, leadership and integrity and other areas of interest to the profession. Over the years, the Institute has developed and delivered programmes for major organizations, both in public and private sectors. The Institute has a team of highly skilled Consultants and Resource persons who undertake consulting assignments and training. Among the areas that the Institute is involved in

offering training and consultancies include:

- Corporate Governance
- Board Development
- Board Induction
- Governance Audit
- Board Evaluation
- Corporate Secretarial Practice
- Management of meetings
- Minutes writing
- Preparation of Board Papers
- Risk Management
- Strategic Planning
- Project Management
- Institutional Development

### 6.1 National Industrial Training Authority (NITA)

The Institute is a registered Management Trainer with NITA for the purpose of reimbursement from Industrial Training Levy Fund for levy contributors.

### 6.2 Institute Consultants and Resource Persons

The Institute draws its consultants and trainers from its membership who are Certified Secretaries and Governance Professionals with extensive experience in governance, leadership, management, Corporate Secretarial Practice, institutional development, strategic management, business process re-engineering, restructuring, corporate law, management of meetings, financial management among other areas. The Institute consultants and trainers have excellent presentation and training skills and are able to authoritatively deliver the Programme content.

The Chief Executive Officer of the Institute, or his designate, is the overall Team leader on all Institute's consultancies and training and offers guidance on such assignment. Any information on consultancy and training assignments involving the Institute shall be through the Chief Executive Officer. Below is a partial listing of our consultants and resource persons:

	<b>Consultant</b>	<b>Qualifications</b>
1.	CS. Tom O. Omariba	MBA, BSc, , FCPS(K), FCPA(K)
2.	FCS. Catherine Musakali	LLM, LLB, FCPS(K)
3.	FCS. Dr. Nicholas Letting'	PhD, MBA, BCom, CPS(K)
4.	FCS. Nkirote Mworira	LLM, LLB, CPS(K)
5.	FCS. Raphael G. Mwai	MBA, BSc, FCPS(K), FCIS, FKIM



6.	FCS. Pius M. Nduatih	MBA, B.Com, FCPS(K), FCPA(K), PhD Student, OGW
7.	FCS. Jackson K. Maingi	MBA, B. Com, CPA(K), ACII, AIIK, CPS (K), PhD Student
8.	FCS. Sam G. Ogutha	MBA, B. Com, FCPS(K), CPA(K)
9.	FCS. Joe M. Mbuthia	MBA, BSc(Bus Admin), FCPS(K), FCIS, FKIM, PhD Student
10.	FCS. Jophece Yogo	FCPS(K)
11.	CS. Calvin Nyachoti	LLM, LLB, CPS(K)
12.	FCS. Job K. Kihumba	MBA, FCPS(K), CFA
13.	CS. Jacqueline W. Maina	LLB, CPS(K), MCI Arb
14.	CS. Julius Mwangi	MBA, B. Com, CPS (K), CPA (K), CISA, CIA.
15.	FCS. John K. Mburugu	MBA, BA, FCPS (K), PhD Student
16.	CS. Jeremiah N. Karanja	MBA, BA, HRM, CPS (K), PhD Student

### 6.3 Institute's clients

Some of the organizations that the Institute has offered its services to include:

• Kenya Tourism Development Corporation (KTDC)	• Ministry of State for Public Service
• Agro-Chemical & Food Company	• APSEA
• Kenyatta National Hospital (KNH)	• Kenya National Library Services (KNLS)
• Kenya School of Government (KSG)	• Insurance Regulatory Authority (IRA)
• Kenya Medical Association (KMA)	• Capital Markets Authority (CMA)
• Rural Electrification Authority	• Public Procurement Oversight Authority (PPOA)
• Athi Water Services Board	• Nairobi Securities Exchange (NFDK)
• KASNEB	• States Corporations Advisory Committee (SCAC)
• Laptrust	• Kenya Seed Company Ltd
• African Banking Corporation (ABC) Group	• Nairobi Water and Sewerage Company Ltd
• Kenya Tea Development Agency (KTDA)	• Central Depository & Settlement Corporation Ltd (CDSC)
• Narok County Public Service Board	• Lake Victoria South Water Services Board
• Taita Taveta County Government	• CIC Insurance Group Ltd
• Homa Bay County Public Service Board	• Kimisitu SACCO Society Limited
• Bungoma County Government	• Mhasibu Sacco