

National Credit Guarantee Institution Limited (NCGIL)

Request For Proposal for Company Secretary

The National Credit Guarantee Institution Limited (NCGIL) is a Public Private Partnership established between the Government of Sri Lanka and 13 leading financial institutions to support the country's Micro, Small and Medium Enterprise (MSME) sector. The NCGI provides guarantee facilities to the MSMEs to bridge the collateral shortfall and promote cashflow based lending for viable projects which will foster economic growth and prosperity, overcoming challenges posed by rapidly changing market demands, technological shifts, and capacity limitations.

The NCGI invites for proposals/ quotations from qualified firms/ companies to provide Company Secretarial services for a period of one year, with the possibility of performance-based extensions. The role entails handling corporate governance, management of corporate meetings and records, ensuring legal compliance and facilitating effective communication between the company and its stakeholders.

Key Qualifications and Experience

- Have at least 10 years' experience in providing Company Secretarial services highlighting responsibilities outlined in the below section and a valid registration as Secretariat firm with the Register of Companies
- Key personnel affiliated with the Chartered Governance Institute, the Institute of Chartered Secretaries and Administrators (ICSA), or the Institute of Chartered Corporate Secretaries (ICCS)
- Proven track record in implementing and maintaining corporate governance, regulatory compliance, Board and Committee support, strategic advice, risk management, communication and coordination.

Key Responsibilities

- Report to the CEO and often liaise with board members
- Prepare agendas and papers for board meetings, committees, and annual general meetings (AGMs) and follow up on action points
- Convene and service AGMs, take minutes, draft resolutions, and lodge required forms and annual returns with appropriate departments
- Support to the Head of Board Governance in attending Board Committee meetings and preparing accurate and concise records
- Ensure compliance with statutory and regulatory requirements
- Advise the board of directors on corporate governance matters and best practices
- Ensure policies, regulatory, or statutory changes that might affect the organization are up to date and approved by the committee
- Determine the division's policies and objectives in line with the Company's Top Management by advising the directors on their duties, and ensuring that they comply with corporate legislation
- Maintain statutory books, including registers of members, directors, and secretaries
- Handle correspondence, collate information, write reports, and communicate decisions to relevant company stakeholders.
- Provide legal, financial, and/or strategic advice during and outside of meetings
- Submit Corporate Governance reports to be included in the annual report
- Ensure that all Division's are aligned and adhere to the internal regulations, circulars and respective policies and procedures
- Assist with the appointment, induction, and training of directors
- Facilitate and manage communication between the board, management, and shareholders including organizing annual general meetings and other shareholder meetings
- Handle shareholder inquiries and facilitating shareholder engagement
- Assist with the identification, assessment, and mitigation of legal and regulatory risks
- Implement compliance programs and policies to mitigate risks and ensure ethical conduct
- Provide input on governance-related aspects of strategic decision-making
- Promote a culture of integrity, ethics, and compliance throughout the organization
- Advise on conflicts of interest, related-party transactions, and ethical dilemmas
- Serve as a role model for ethical behavior and professional conduct

Proposal/ Quotation Submission

Interested Firms are required to submit a proposal/ quotation by registered mail or email to ncgi.recruitment@gmail.com on or before 10th July 2024.

The proposal should include the firm profile including the business registration, experience and the qualifications and skills of the key staff, and fee quotation. The fee quoted should be the total price per month which is inclusive of transport cost, other miscellaneous costs and applicable taxes. The proposal/ quotation shall be valid for three months from the date of submission. On the top left-hand corner of the envelope/ email subject line the position, please mention "NCGI – Proposal/ Quotation for Company Secretarial Services".

Address: Room No. 207, The Secretariat office, 2nd Floor, Lotus Road, Colombo 01