



VACANCY

VACANCY	COMPANY SECRETARY	DIVISION	COMPANY SECRETARY
TYPE OF EMPLOYMENT	PERMANENT	CLOSING DATE	
GRADE	CU	15 DECEMBER 2021	

PURPOSE OF THE POSITION

- ✓ The main purpose of the position is the accountability for the full statutory, compliance and legal functions that oversees the systems, procedures, and processes as required by the Company's Act by which Rand Refinery is managed to ensure a high standard of corporate governance.

MINIMUM QUALIFICATION

- ✓ The candidate is required to be in possession of a tertiary qualification in Legal (3-year degree or higher).
- ✓ A candidate that possesses a completed Company Secretary CIS qualification will have an added advantage.

SKILLS AND ATTRIBUTES

- ✓ Problem solving and analytical skills.
- ✓ Computer literacy - MS Office and Company Secretarial Packages.
- ✓ Excellent communication skills (written and verbal in English).
- ✓ Must be able to work under pressure, adversity, and meet strict deadlines.
- ✓ Excellent interpersonal and organisational skills - ability to deal at Board level, with regulatory authorities and auditors.
- ✓ Possess integrity and leadership ability of the highest standard.
- ✓ Self-starter, with attention to detail and meticulous - time management is critical.
- ✓ Presentable with proven ability to liaise effectively at the highest governance levels throughout the company.
- ✓ Excellent writing skills - ability to take effective minutes of diverse and complex meetings and to record proceedings accurately.

KNOWLEDGE AND EXPERIENCE

- ✓ Preference will be given to a candidate with a minimum of 6-8 years' experience with the company secretariat function.

- ✓ Knowledge and full understanding of South African legislation and good corporate governance, incl. inter alia Companies Act, King Report on Corporate Governance - Medium to large company level.
- ✓ Knowledge of specific legal and company requirements of the gold and mining industry - Medium to large company level.
- ✓ Detailed knowledge on the differing departments of the company, having an in depth understanding of these processes to add value to decision making - ability to think and direct strategically.
- ✓ Planning knowledge - able to plan effectively for up to five years - add value and input to the planning and strategy of the company.

MAJOR RESPONSIBILITIES

- ✓ Make Directors aware of all relevant laws and regulations ensuring that they adhere to the highest governance standards and report any failure to comply.
- ✓ Maintain a system for compliance monitoring and reporting across the Company, ensuring that the Directors and management operate within an authority framework approved by the Board and reviewed and updated from time to time.
- ✓ Provide Directors with guidance in their duties, responsibilities, powers and make them aware of all laws and regulations relevant to the Company. This includes the provision of advice on business ethics and good governance.
- ✓ Monitor and keep abreast of Corporate Governance developments, both locally and internationally and where appropriate, recommends to the Board for their inclusion in the existing governance practices.
- ✓ Raise matters that may warrant the attention of the board.
- ✓ Clean audit reports in all related areas.



- ✓ Ensure no Incidents of non-compliance and fraud.
 - ✓ Ensure the Delegated Level of Authority is annually reviewed and be responsible for managing the Board's delegated authorities.
 - ✓ Attend to the annual revision of Committees Terms of Reference and Committee Appointment Letters.
 - ✓ Board and Exco assessment.
 - ✓ Board and Company assessment of input and support.
 - ✓ Maintain all statutory records and submissions of statutory returns in compliance with the statutory provisions of the Companies Act.
 - ✓ Lodge all documents with the Companies and Intellectual Property Registration Office, maintain and update the company's register of members. This extends to all other legislation or regulations critical to the nature of Rand Refinery (Pty) Ltd.
 - ✓ Attend to the statutory maintenance and company secretarial functions of Rand Refinery wholly owned subsidiaries.
 - ✓ Evidence of record keeping.
 - ✓ Assessed by, inter alia, Chairman of the Board and the CE.
 - ✓ Work with the Chairman and Chief Executive in the preparation of the schedule of Board and committee meetings for the year.
 - ✓ Prepare the agendas for these meetings in conjunction with the Chairperson and key executives.
 - ✓ Draft and circulate written Board resolutions.
 - ✓ Ensure that information is dispatched timeously to all Directors to enable them to prepare adequately for these meetings.
 - ✓ Take minutes of these meetings and ensure they are distributed as soon as possible after the meeting to aid Directors in implementing the decisions.
 - ✓ Act as custodian of all statutory minute books, registers, and related confidential documentation -Assessed by, inter alia, Chairman of the Board and the CE.
 - ✓ Ensure accuracy of minutes.
 - ✓ Certify in the annual financial statements of Rand Refinery that the company has lodged all its returns required of a private company and that these returns are true, correct and up to date, in accordance with the Companies Act.
 - ✓ Develop a confident relationship with the Chairperson and assist the Chairperson in formulating priorities in the Board agenda for consideration by the Board- Feedback from Chairman and CE.
 - ✓ Act with tact and discretion always in line with their fiduciary duties as an officer of the company, ensuring that confidential information about the company is not disclosed to any third party.
 - ✓ Oversee and manage general secretarial administrative functions -Quality of input as assessed by, inter alia, Chairman of the Board and the CE.
 - ✓ Perform yearly evaluation of the board, its individual directors and senior management.
 - ✓ Perform proper induction orientation, ongoing training, and education of directors, including assessing the specific training needs of directors and executive management in their fiduciary and other governance responsibilities- Feedback from Chairman and CE.
 - ✓ Actual delivery of induction. Assessment by, inter alia, the Chairman.
 - ✓ Prepare all or sections of the annual report and ensuring that statutory deadlines are met, and that the statutory and regulatory disclosures are validated, particularly in relation to statements given on corporate governance and practices in the company.
 - ✓ Work with the Chief Executive and the Chairs of the Exco Sub-Committees in the preparation of the schedule of committee meetings for the year.
 - ✓ Prepare the agendas for these meetings in conjunction with the Chairperson.
 - ✓ Draft and circulate written Committee resolutions.
 - ✓ Take minutes of these meetings and ensure they are distributed as soon as possible after the meeting to aid in implementing the decisions.
 - ✓ Attend to the annual revision of the various Committees' Terms of Reference.
 - ✓ Make Committee members aware of all relevant laws and regulations ensuring that they adhere to the highest governance standards and report any failure to comply.
 - ✓ Ensure compliance with the company's policies, whose oversight is delegated and/or assigned to the Company Secretary.
 - ✓ Ensure a clean audit.
 - ✓ Generally, assist the Senior Manager: Legal and Commercial with all corporate governance and/or company secretarial functions.
- SALARY**
- ✓ Salary and benefits will be negotiated in line with relevant experience and qualifications.
- APPLICATION PROCESS**
- ✓ Applications are to be submitted in writing on the approved internal vacancy application form, (CV's may be attached) and forwarded to Gift Hlongwane, gifth@gold.co.za, HR Department.



- ✓ Kindly provide proof of qualifications and experience.
- ✓ Consideration will be given to the Rand Refinery employment equity policy as part of the selection process. Please note that should your application be unsuccessful; you will be notified in writing.