



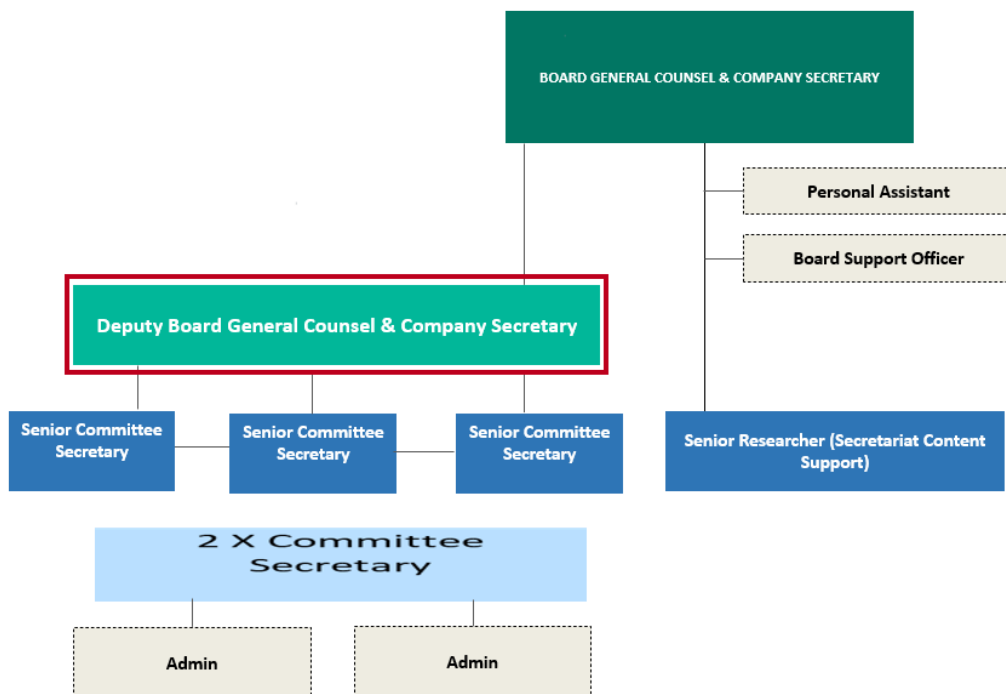
ROLE SPECIFICATION DEPUTY COMPANY SECRETARY

TO	Internal / External / Recruitment Agencies
REPORTS TO	Board General Council and Company Secretary
ADVERTISED	17 August 2025
CLOSING DATE	01 September 2025
SALARY	Market-related
LOCATION	SANRAL Head Office: 48 Tambotie Ave, Val de Grace, Pretoria, 0184
APPOINTMENT TYPE	Permanent

POSITION OBJECTIVE:

To assist the Board General Counsel and Company Secretary and support the Board of Directors by providing a professional company secretariat service. This role will be charged with ensuring compliance with Sanral Act, PFMA and other legislative, statutory and regulatory requirements. This includes advising the board and subcommittees on managing legal and ethical risks pertaining to board operations, fiduciary duties, and corporate governance. To also provide leadership and oversight of effective secretariat support for committees by the committee secretariat team. Furthermore, this role will be accountable for managing the day-to-day activities of the Secretariat function in accordance with functional strategic objectives. As this role is second in charge in the Secretariat function the role's intend and output will support all components and activities of the Board General Counsel and Company Secretary role

OFFICE OF COMPANY SECRETARIAT ORGANISATIONAL STRUCTURE:



MINIMUM REQUIREMENTS:

- A minimum of a Law Degree (LLB) at NQF Level 8.
- A Chartered Governance Institute of Southern Africa (CGISA) qualification or similar.
- Ten (10) years Post Qualifying Experience (PQE) as a Company Secretary or Assistant Company Secretary
- At least 3 years in a senior management role in a secretariat function
- A sound track record in developing fruitful relations with all stakeholders

(Where applicable, a candidate must produce an official SAQA evaluation confirmation of their international qualification.)

ADVANTAGEOUS:

- Qualified Company Secretary (CIS) Qualification.
- Admitted Attorney or Advocate of the High Court in South Africa
- Experience and exposure of corporate governance as it relates to state owned entities will be an added advantage

TECHNICAL COMPETENCIES:

Knowledge:

- Strong understanding of corporate law and secretarial standards.
- Knowledge of South African public law, SANRAL act, PFMA, Companies Act, and King IV Code
- Knowledge of the Companies Act
- Knowledge of Public Finance Management Act (Including Treasury Regulations and Protocol on Corporate Governance in the Public Sector)
- Analytical thinking with high attention to detail and accuracy
- Strong negotiation skills and ability to influence key decision makers
- Ability to build powerful networks within and outside of the company
- Must be able to collaborate and work across functional teams
- Ability to multitask and good time management.

KEY RESPONSIBILITIES:

Corporate Governance & Compliance

- Play proactive advisory role by providing timely legal, legislative, statutory, regulatory and governance advice to the Board and Board Committees.
- Ensure legal, legislative, statutory, regulatory, governance and policy compliance with regards to Board and Board Committee matters – and taking action to avoid non-compliance and/or adverse audit findings.
- Assist in ensuring compliance with the Companies Act, SANRAL act, King IV and other applicable statutory laws.
- Manage the maintenance and updating of statutory registers such as the register of members, directors, etc.
- Oversee the preparation of documents for board and committee meetings, including agendas, notices, and minutes.
- Formulate, communicate and monitor policies related to ethics and good governance.
- Take action to address matters of noncompliance and escalate risks and issues to the to the Board General Counsel and Company Secretary when and if required.

Board Governance & Support

- Draft and review board charters, policies, and terms of reference.

- Compile and manage the programme for board committees.
- Provide guidance on directors' fiduciary duties, conflicts of interest, and code of ethics.
- Support the Board General Counsel and Company Secretary in ensuring that Board members are appropriately onboarded and inducted in line with their roles, responsibilities and fiduciary obligations.
- Identify and assess specific training needs of Board members and Executives regarding fiduciary/governance responsibilities that may arise through change in legislation, governance requirements, business strategy/need and areas of growth/development to enhance board effectiveness and ensuring execution thereof.
- Conduct Board / Board Committee induction and training to ensure Board / Board Committee members have a common understanding of SANRAL's mandate, strategy and operations.
- Monitor legal and regulatory developments and advise the Board accordingly.

Oversight and stakeholder relations

- Ensure that Board and Board Committee meetings, the AGM, meetings with the Minister of Transport and other required and/or requested meetings are held.
- Be accountable for the arrangement and organisation of meetings involving the Board and Board Committees.
- Ensure all necessary activities to ensure approvals from the Minister of Transport are delivered seamlessly.
- Ensure adequate and timely communication with Board, Board Committees, SANRAL staff, the Office of the Minister of Transport, the Department of Transport, National Treasury and other related bodies such as the Parliamentary Portfolio Committee on Transport.
- Ensure good stakeholder relationships between the Board and Board Committees with relevant stakeholders.
- Identify, build and maintain influential relationships with strategic stakeholders (government, industry forums, clients etc.).
- Liaise with external counsel, regulatory authorities and government departments.
- Liaise with the shareholder and internal stakeholders as required.

Advisory services to the Board

- Provide advisory services to the Board on corporate governance and on applicable statutes, legislation, regulations, policies and procedures.
- Provide the Board and Board Committees with corporate governance views and trends, both locally and globally, to empower the Board and Board Committees to foster optimal corporate governance.

Budget and risk management

- Manage the function's finances and risks, providing sound budget management and aiming for accuracy, completeness and zero audit findings.
- Assist the Board General Counsel and Company Secretary in conducting functional audits and compliance reviews.
- Participate in internal compliance checks and risk assessments.

Information Management

- Provide support to the Board General Counsel and Company Secretary by ensuring effective, timely and consistent distribution of agendas, meeting packs, minutes, resolutions and recordings
- Draft resolutions, meeting minutes, and shareholder communications.
- Effective and timely maintenance of company secretarial records.
- Maintain accurate and up-to-date statutory records and registers
- Generate compliance reports as required.
- Maintenance of proper Board and Board Committee related documentation

Legal Support

- Support in reviewing legal documents, contracts, and agreements.
- Liaise with external legal advisors and regulatory authorities.

Leadership and operational management

- Manage implementation of the secretariat and governance operational framework.
- Effective leadership and the management of the Corporate Secretariat Department.
- Ensure the effective management of human resources in the department, including employee motivation and development.
- Manage the capacitation and structuring of the Company Secretary function in order to fulfil the Company Secretary's mandate, ensuring adequate succession planning and adherence to the applicable requirements under the Employment Equity Act.
- Ensure a work environment in which the team is positive and content.
- Necessary mentorship and oversight to enable the team to learn and grow, to produce quality work and meet deadlines.
- Provide input into compilation process and subsequent management thereof.

EMPLOYMENT REFERENCE CHECKS

Employment reference checks are a requirement as part of SANRAL's recruitment and selection process. In order for SANRAL to conduct these checks a consent form needs to be completed and signed by the applicant. As an applicant of this position, you authorize SANRAL to process all the information provided for the purpose of your application for the position as well as the verification and record keeping of such credentials.

Please note that this is a confidential document and is intended for internal use by SANRAL's Human Resources department only.

EMPLOYMENT EQUITY

Appointments will be made in accordance with SANRAL's Employment Equity plan.

Applications must be submitted to: response@sanral.co.za

SANRAL reserves the right not to fill any position

Please note that further communication will be limited to shortlisted candidates only.