

---

# BOARD SECRETARY COURSE (BSC) PROPOSAL

---

INSTITUTE OF DIRECTORS IN TANZANIA (IoDT)

@2025

## THE IoDT's BOARD SECRETARY COURSE (BSC) PROPOSAL

It has been said that the board secretary is “neither a member of the executive team, nor a member of the board; he/she is the interface between the board and the executive and therefore has to ensure his/her independence”. His/her area of operation needs skills and knowledge beyond that of a lawyer, accountant, corporate governance or compliance specialist. The best board secretaries are prized strategic and influential advisors who help boards navigate the right path by avoiding risk, complying with or exceeding regulatory standards and remain faithful to organization goals and values.

In light of the above, the BSC therefore seeks to enhance the knowledge, skills and competencies of both *de jure* and *de facto* secretaries and assist them:

- Understand better the board and its workings, roles, responsibilities and obligations of directors.
- Learn how to prepare and package board information so as the board can effectively monitor and evaluate corporate strategy, risk, performance and company financial position.
- Learn how to manage the conflicting roles between what the Board wants to and must know and what management wants the Board to know.
- Understand how to better enhance the performance and effectiveness of the Board, facilitate effective board meetings, and ensure accurate recording, dissemination and implementation of board decisions and resolutions; plus many other additional, unique and very useful skills.

The BSC training places a lot of emphasis in passing on the proven practical and professional skills as reflected by the profile of our experienced facilitators, who are outstanding directors and renowned board secretaries in Tanzania and abroad.

### **BOARD SECRETARY COURSE OVERVIEW**

The "Board Secretary Course for Directors" is designed to provide individuals with the knowledge and skills necessary to excel in the pivotal role of a board secretary within a corporate or organizational setting. This course offers a comprehensive overview of the responsibilities, legal obligations, and best practices associated with the position.

This course provides participants with a well-rounded understanding of the board secretary's crucial role in supporting effective corporate governance. It equips individuals with the tools and knowledge needed to navigate the complexities of board administration, fostering efficient and transparent governance practices within an organization.

## BOARD SECRETARY COURSE GENERAL OBJECTIVE

The general objective of a "Board Secretary Course for Directors" is to provide participants with a comprehensive understanding of the role and responsibilities of a board secretary within the corporate governance framework. This specialized course aims to equip participants with the knowledge, skills, and tools necessary to effectively support boards of directors in fulfilling their duties and obligations.

### BSC TARGET PARTICIPANTS

Chief Executive Officers who are *de jure* the secretaries to Boards, Councils or Commissions or relevant organizations /entities; *De facto* secretaries to the Boards, councils or Commissions ; Company and corporate secretaries; Chief Officers or Heads of Departments who prepare reports to, or papers for, Boards, Councils or Commissions, Secretaries to Board Committees; Executive Assistants to the Chief Executive Officer

### BSC COURSE MODULES

#### 1. Corporate Governance Essentials for the Board Secretary

This module equips board secretaries with the necessary knowledge and skills to effectively support the board in maintaining high standards of corporate governance, ensuring transparency, accountability, and ethical practices within the organization.

#### 2. The Role of the Director and the Board Essentials

This module provides a comprehensive understanding of the critical functions, responsibilities, and best practices associated with the roles of directors and the board. Participants will leave with the knowledge and skills necessary for effective governance and leadership within an organization

#### 3. Managing Conflicting Role of the Board and Management

By comprehensively addressing these matters, the module aims to equip participants with the knowledge and skills necessary to navigate and optimize the relationship between the board and management in the complex landscape of corporate governance.

#### 4. Effective Board Operations for the Board Secretary

The module facilitates understanding of the board secretary's role, best practices in board operations, and the tools necessary for effective governance in alignment with legal and ethical standards.

#### 5. Reporting to the Board-Preparing and Packaging Information (Minutes writing and Reporting writing)

By mastering these components, participants in this module will be well equipped to prepare, package, and communicate information effectively in the boardroom setting, contributing to transparent and informed decision-making processes.

**6. Legal & Regulatory Environment and the Duties of Directors**

Module will develop a comprehensive understanding of the legal and governance landscape, enabling them to fulfill their roles as directors with a strong emphasis on legal compliance, ethical considerations, and responsible corporate leadership.

**7. Board Processes and Procedures/Board Secretary**

This module equips participants with the knowledge and skills needed to navigate the complexities of board processes, ensuring effective governance, legal compliance, and the overall success of the organization.

**8. Enhancing Performance and Effectiveness of the Board/Board Secretary**

This module equips participants with the knowledge and skills needed to enhance the performance and effectiveness of the board and its secretary, fostering a governance framework that aligns with organizational goals and industry standards.

**9. The Role & Functions of the Board Secretary**

The module aims to equip participants with the skills and knowledge necessary to excel in the role of a board secretary, contributing to effective corporate governance within an organization.

**10. Directorship in the Realm of Employment and Labour Relations**

This module aims to equip individuals with the knowledge and skills necessary to navigate the complex landscape of employment and labor relations, emphasizing ethical leadership, legal compliance, and strategic management in the realm of human resources.

**11. Protocol & Etiquette for Leaders**

This module aims to equip leaders with the interpersonal and cultural competencies necessary for effective leadership in diverse and dynamic professional environments.

**12. Personal Finance for Directors – Collective Schemes**

This module aims to equip directors with the necessary knowledge and skills to make informed decisions regarding personal finance within the realm of collective investment schemes, emphasizing both theoretical understanding and practical application.

**13. Stress, Change & Conflict Management**

The module equips individuals with the knowledge and skills needed to effectively manage stress, navigate change, and resolve conflicts in both personal and professional settings.

**14. Human Resource Essential for Directors**

The module is designed to equip individuals in leadership roles, particularly directors, with the essential knowledge and skills related to managing human resources within an organization. It aims to provide directors with a comprehensive understanding of the critical role human

resources play in achieving organizational success, and it equips them with the tools needed to effectively manage and lead their workforce.

#### 15. Executive Health & Medical Clinic for Directors

Module aims to equip directors with the knowledge and tools necessary to prioritize and maintain their health in the demanding context of executive leadership. It emphasizes a holistic approach to executive well-being, encompassing physical health, mental well-being, and proactive healthcare management.

#### 16. Board Simulation – Boardroom Practice

This course module aims to equip participants with the necessary skills and insights to effectively contribute to boardroom discussions, make informed decisions, and fulfill their roles as directors in a dynamic business environment. The inclusion of board meeting simulations provides a practical and immersive learning experience for participants to apply their knowledge in a realistic setting.

### COURSE OUTCOME:

The course outcomes aim to empower participants with a comprehensive understanding of corporate governance, legal compliance, and effective board support. Key outcomes include:

1. **Legal Compliance Expertise:** Participants will gain a deep understanding of relevant laws, regulations, and compliance requirements governing corporate entities, ensuring the board operates within legal boundaries.
2. **Corporate Governance Mastery:** Participants will become proficient in corporate governance principles, practices, and frameworks, enabling them to support the board in maintaining high standards of governance.
3. **Effective Board Meeting Management:** The course will provide participants with the skills to efficiently organize and manage board meetings, including agenda preparation, meeting documentation, and follow-up procedures.
4. **Minute Taking Proficiency:** Participants will learn the art of minute-taking, ensuring accurate and concise records of board proceedings, decisions, and discussions.
5. **Communication Skills:** The course will enhance participants' communication skills, enabling them to effectively liaise with directors, executives, and stakeholders, fostering transparent and open communication within the organization.
6. **Strategic Support:** The course will equip participants to provide strategic support to the board by assisting in the development and implementation of organizational strategies.
7. **Ethical Decision-Making:** Participants will be guided on ethical considerations relevant to the board secretary role, ensuring integrity and ethical conduct in board processes.
8. **Stakeholder Engagement Skills:** Participants will learn how to engage with and manage relationships with various stakeholders, including shareholders, regulators, and the broader community.

9. **Continual Professional Development:** The course will encourage participants to engage in ongoing professional development, staying abreast of industry trends, regulations, and best practices in corporate governance

**METHODOLOGY:**

The course will utilize interactive methodology. Facilitators will present and introduce material plus instruments on the respective subject matter to ignite discussions and exchanges during plenary and post-course review/reference.

**BSC COURSE FEE:**

The BSC course fee is TZS 2,700,000/= (Two Million, Seven hundred Thousand) per participant. The investment covers tuition fee, materials, conference and refreshments only. Participants will cover other costs, such as transportation and accommodation, on their own.

## **ANNEX I: BRIEF BIOS OF THE COURSE FACILITATORS**



### **Mr. Said Baraka Kambi – Team Leader**

Mr Said Baraka Kambi is the founding CEO of the Institute of Directors in Tanzania (IoDT). He is an experienced business consultant, ex-banker and a certified trainer with the Global Corporate Governance Forum (GCGF) of the International Finance Corporation (IFC). Apart from chairing the Africa Corporate Governance Network (ACGN) – a Johannesburg-based network of 19 National director-training institutes from Africa – he also serves on a number of boards of public and private sector entities.



### **Prof. Mohamed Janabi - Executive Director Muhimbili National Hospital (MNH)**

Prof. Janabi is the Executive Director of the Muhimbili National Hospital (MNH) in Dar es Salaam. He is a physician (Cardiologist) graduated from the Kharkov Medical Institute (Russia), Liverpool School of Tropical Medicine (England), University of Queensland Medical School (Australia), Graduate School of Medicine Osaka University Hospital (Japan), and Bergen University (Norway). He has a rich training history of truly global proportions and has involved in several research projects, he is principal investigator on Atrial Fibrillation study RELY (Multinational), and the Principal Investigator TB/HIV study (multinational).



**Amb. Mumba S. Kapumpa**

He is past Board Member, Executive Director, past President of the Institute of Directors in Zambia and fellow of the IoDZ; former Zambia's ambassador to South Korea (2014-2017). He boasts more than 30 years' experience in the civil service, having served as the first Treasury Counsel.

He later became the Chief Executive of the Securities and Exchange Commission. He has served as the Chairman of the African Capital Markets Forum, a continental think tank for research, development and promotion of Capital Markets. He also lectures on Corporate Governance at Cavendish University, Zambia. He has chaired conferences on Corporate Governance in Zambia, UK, Sri Lanka, France, India, Southern Africa and Tanzania. He has developed Board Charters, Strategic Business plan and training modules for the Government, Board Members and CEOs of local and regional corporations.



**Hon. Dr. Eliamani Isaya Laltaika**

Dr. Eliamani Isaya Laltaika is a Judge of the High Court of Tanzania. He holds a doctorate degree in Intellectual Property from the University of Bayreuth, Germany where he was a recipient of the prestigious scholarship of the Max Plank Society. He is also a former Indigenous Intellectual Property Law Fellow of World Intellectual Property Organisation WIPO. Dr. Laltaika has published widely in the intersection of law, business and Information Communication Technology ICT. For the past 15 years, Dr. Laltaika has developed keen interest and built expertise in Commercial as well as Technology, Media and Telecommunications (TMT) related laws.



**Dr. Chris Mauki**

Trainer and Presenter Based in Dar es Salaam.

Dr. Chris is a facilitator and trainer from Dar es Salaam Tanzania, he has an experience of more than 15 years in training, facilitation and coaching. Dr. Chris holds a PhD and a Post-Doctoral in Social, Relationships and Counseling Psychology both from the University of Pretoria, South Africa. Dr. Chris has trained corporate and non-corporate institutions such as Vodacom Tanzania, Vodacom Mozambique, Vodacom Ghana, Safaricom, Puma energy, TCC, USAID, US Embassy, British High Commission, CDC, Peace Corps, Danish refugee Council.