

Terms of Reference

Board Secretary (Volunteer), Myanmar Institute of Directors

About MIOD

The Myanmar Institute of Directors (MIOD) is an independent organisation promoting corporate governance standards and best practices in Myanmar, founded in March 2018. Governed by a board of directors drawn from a diverse group of business leaders and advocates of good corporate governance in Myanmar, the Institute aims to advance board professionalism, promote business ethics and transparency, create networks between corporate leaders and stakeholders, and boost investor confidence in Myanmar's private sector. Find out more about us at: www.myanmariod.com.

The Role

MIOD is seeking a Dedicated Volunteer to take on the prestigious role of Board Secretary. This position is a unique opportunity for an experienced Company Secretary to contribute to the development of corporate governance in Myanmar, while engaging with the highest levels of the country's business and regulatory communities.

As Board Secretary, you will be integral to the operations and strategic direction of the Institute, working closely with our influential board of directors and the Executive Director. This role offers unparalleled access to Myanmar's corporate leaders and a platform to make a lasting impact on the business landscape.

Duties and Responsibilities

The Board Secretary is essential to the governance of MIOD, ensuring that the board functions smoothly and effectively. Key responsibilities include:

1. **Strategic Support:** Collaborate closely with the Chair and Executive Director to set priorities and ensure alignment with the Institute's strategic objectives.
2. **Governance Excellence:** Manage the Board Calendar, ensuring that all committee meetings are effectively coordinated and reported to the Board.
3. **Regulatory Compliance:** Oversee all compliance-related activities, including those required by MYCO and DICA, ensuring that MIOD meets all statutory obligations.
4. **Board Administration:** Prepare and manage board documentation, including agendas, minutes, resolutions, and matters arising tables for all Board of Directors meetings.
5. **AGM Leadership:** Lead the Annual General Meeting (AGM) process, from managing elections and issuing notices to facilitating Q&A sessions and onboarding new directors.

We note that the MIOD secretariat will support with minutes taking for the Board Secretary to review, and corporate secretarial support for corporate filings is kindly supported pro bono by Allen & Gledhill whom the Board Secretary will liaise with.

Skills and Experience

This role is ideally suited to a senior professional with substantial experience as a Company Secretary or in a comparable governance role. The ideal candidate will possess:

Experience:

- Experience in board administration, corporate governance, or as a Company Secretary.
- Proven track record of working with senior executives and board members in a corporate or regulatory environment.
- Deep understanding of Myanmar's corporate governance landscape and regulatory requirements.

Skills:

- Exceptional organizational skills with the ability to manage complex and high-stakes board activities.
- Excellent verbal and written communication skills, capable of engaging effectively with board members, senior stakeholders, and regulatory bodies.
- Strong command of English, with proficiency in legal and governance-related terminology.

Requirements:

- Bachelor's degree or higher in business, law, or a related field.
- Professional certifications such as Certified Board Secretary (CBS), graduation from MIOD's Board Secretary Programme or equivalent are highly desirable.
- High ethical standards, integrity, and discretion in handling confidential information.

What We Offer:

- An exceptional opportunity to influence the future of corporate governance in Myanmar.
- The chance to work with a high-profile board comprising Myanmar's most respected business leaders and governance advocates.
- The prestige associated with contributing to MIOD's mission and enhancing your professional profile at a national level.
- The opportunity to expand your professional network and collaborate with top corporate and regulatory stakeholders.

Join Us

This role is an opportunity to be part of something much bigger—a movement to elevate Myanmar's corporate governance to international standards. If you are a seasoned Company Secretary with a passion for governance and a desire to contribute to a transformative initiative, we invite you to join us at MIOD.

Applications should be sent to info@myanmariod.com and should include a cover letter (including a statement of interest/motivation) and a detailed CV. Shortlisted candidates will be contacted for interview.