

# TERMS OF REFERENCE FOR DIRECTOR – CORPORATE SERVICES

## A. General Terms of Reference for Director (Corporate Services)

### Job Description

The Director - Corporate Services will report to the CEO, and will be a member of the leadership team with collective responsibility for achieving the company's objectives and targets. Specifically, the Director will be responsible for policy, planning, execution and oversight of Finance & Accounting, Administration, Human Resources, Assets Management, Credit Management, Research and Financial Analytics. He will also be responsible for the management of activities related to facilities/real estate/ property.

### Responsibilities

The responsibilities are given below:

#### 1. Management

The Director shall be the supervisory authority for the following departments with all their specific job responsibilities as mentioned in the Bank of Bhutan Management Manual:

##### 1.1. Finance Department

- 1.1.1. Financial Accounting, Control and Reporting Division;
- 1.1.2. Financial Planning and Analytics Division; and
- 1.1.3. Treasury and Fund Management Unit.

##### 1.2. Corporate Support Services Department

- 1.2.1. Administration, Procurement and Security Division;
- 1.2.2. Human Resource Division; and
- 1.2.3. Real Estate Division.

##### 1.3. Credit Management and Research Department

- 1.3.1. Credit Policy, Procedures and Documentation Division;
- 1.3.2. Credit Review & Monitoring Division; and
- 1.3.3. Research Unit.

##### 1.4. Audit functions

Ensuring and supporting timely and necessary audits of the entire Department/Division/Units under the vertical.

## **2. Governance**

- 2.1. Supporting the Board in preparing and ensuring that Board agenda serves and reflects appropriate planning cycles; ensuring papers and information are submitted well in advance to the Board; and ensuring Board directives are addressed adequately and in a timely manner.
- 2.2. Ensuring that the Bank operates in line with good governance practice and in compliance of all Acts, Rules and Regulations in force.

## **3. Human Resource**

- 3.1. Developing, implementing and overseeing Human Resource Planning and Development Strategies and policies.
- 3.2. Reviewing and revising Service Rules and Regulations to keep up and cater to the changing needs of the Bank in line with the Bank's Human Resources Strategies and changes in Laws and regulations.

## **4. Financial Management and Control**

- 4.1. Developing, implementing and monitoring Bank's long-term investment and financial strategies and policies.
- 4.2. Directing preparation of all financial reports, including income statements, balance sheets, cash flow, reports to shareholder including the Annual report, tax returns and other regulatory returns as per the standards in vogue.
- 4.3. Analyzing company operations to highlight opportunities and areas where business processes can be improved, streamlined and savings realized.
- 4.4. Planning, organizing, implementing, and controlling Bank's overall financial performance. This includes forecasting, budgeting, and developing a longer-term financial strategy.
- 4.5. Overseeing and directing all internal and external financial performance, compliance and risk exposure reporting of the bank.
- 4.6. Studying long-range economic trends and project bank's prospects for future growth in overall services and market share, opportunities for expansion into new product and service areas. Estimating the requirements for capital, land, buildings, and increase in the work force.
- 4.7. Analyzing projections against actual achievements and suggests methods of improving the planning process as appropriate.
- 4.8. Acting as the financial advisor to the CEO and the Board.

## **5. Corporate Services**

- 5.1. Putting limited resources as set out by the CEO and the Board of Directors to the most productive use with the aim of creating maximum value for the company's stakeholders.
- 5.2. Responsible for proper formulation, implementation and review of performance management systems in the Bank such as the Annual Compact with the shareholder/Board and Employee Appraisal systems.
- 5.3. Developing, implementing and overseeing the standards for streamlining and improving efficiencies in bidding and contract management in the procurement of goods, works and services (within the delegation of authority).
- 5.4. Developing a robust asset management and archival system to ensure proper maintenance and optimal utilization of physical assets and proper storage and retrieval system of the bank's physical records.
- 5.5. Reviewing and revising the Procurement Rules and Regulations to cater to the evolving needs of the Bank.
- 5.6. Strengthening of the Corporate Services and Support Department and ensure robust succession plan is put in place.

## **6. Credit Management**

- 6.1. Developing and formulating credit and portfolio management strategies, policies and products along with detailed process to increase business and market share of the Bank.
- 6.2. Monitoring and reviewing credit quality of the Bank to ensure a healthy loan portfolio and propose timely interventions to maintain the same.
- 6.3. Reviewing and institutionalizing risk management strategies, policies and procedures.

## **7. Planning, Performance Monitoring and Financial Analytics**

- 7.1. Ensuring that organizational goals and the goals of various functions are in sync and well aligned to the Bank's mission, vision and objectives.
- 7.2. Monitoring and Evaluation of plans and programs of the bank and the various departments within the bank.
- 7.3. Developing overall growth plan and policies for the Bank in line with the BoB Road map.
- 7.4. Analyzing micro and macro-economic data trends and project the Bank's prospects for future growth in overall market share, opportunities for acquisitions or expansion into new product areas and services.

- 7.5. Developing and overseeing the Research and Analytics function in the Bank.
- 7.6. Leveraging on the rich data-base to strengthen research and data analytics to support managerial decision making.
- 7.7. Reviewing the Bank's 5-year Road Map and its strategies yearly and recommend changes wherever appropriate.

## **8. Others**

- 8.1. Any other work assigned by the CEO and the Board from time to time, including functional responsibilities and special projects.
- 8.2. Maintaining confidentiality over personal and business information of the Bank.

## **B. Key Performance Measures**

The Director is responsible for:

1. Implementing of sound investment and financial plan.
2. Maintaining accuracy and timelines of financial reporting to all users from the Board through to its functionary staff.
3. Audit report outcomes (both internal and external).
4. Ensuring compliance and effectiveness of internal accounting control and risk management.
5. Developing the Finance and Research function with analytical and planning capability, and efficient management information/support systems.
6. Efficiently managing the funds and Asset – liability mismatch gap.
7. Overseeing the professional development of staff within its vertical.
8. Overseeing compliance to Bhutanese Accounting Standards (BAS), RMA Prudential Regulations, The Companies Act of Bhutan 2016, Financial Service Act 2011 and other relevant laws.
9. The Director shall have specific target for increasing operational efficiencies with the deliverables such as PAT/Employee; Revenue/Employee; Weighted Average Credit Grade; Gross NPA; etc.
10. Other measures as determined by the CEO/Board.

Any other matters not covered by these terms of reference will be as per the decision of the Management or the Board, if required.

*Affix legal stamp*

(Name\_\_\_\_\_)

**Director (Corporate Services)**

**CID No: \_\_\_\_\_**

(Name\_\_\_\_\_)

**Chief Executive Officer**

**BoB Representative**

Witness Name: \_\_\_\_\_

Witness Name: \_\_\_\_\_

CID NO: \_\_\_\_\_

CID No: \_\_\_\_\_

Signature: \_\_\_\_\_

Signature: \_\_\_\_\_

Copy1: Director (Corporate Services);

Copy 2: Official copy of HRD, BoB; and

Copy 3: Personal File of Director (Corporate Services).