



BOARD SUCCESSION POLICY

MAY 2023

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1. INTERPRETATION

In this Policy, unless the context otherwise requires, the following expression shall have the following meaning:

- i. **“Authority”** means Konza Technopolis Development Authority
- ii. **“Board”** means Konza Technopolis Development Authority Board of Directors
- iii. **“CEO”** means KoTDA Chief Executive Officer
- iv. **“Succession Planning”** means making the necessary arrangements to ensure that suitably qualified people are available to fill posts which will arise within any specific department over forthcoming years.

2.0 OUR IDENTITY

2.1 Vision

To be a leading global Technopolis and innovation hub.

2.2 Mission

To develop a thriving sustainable smart city and a vibrant innovation ecosystem contributing to Kenya's knowledge Economy.

2.3 Mandate

To develop Konza Technopolis as a globally competitive smart city by creating an enabling environment through utilization of ICT for socio-economic development.

2.4 Strategic Objective

- i. To attract, onboard and retain key investors and create a strong brand for the Technopolis.
- ii. Form partnerships with other actors in the National Innovation System, to recruit, attract, and develop high-end talent as well as create relevant, and smart innovative solutions and commercialize them.
- iii. In partnership with other actors in the Innovation Ecosystem, create a conducive environment for technology start-ups and SMEs to thrive and scale.
- iv. To develop flexible "World Class" smart infrastructure.
- v. To ensure effective smart city coordination and governance.
- vi. To develop adequate institutional capacity for efficiency, effectiveness and sustainability.

3.0 FOREWARD

Succession management plays a critical role in supporting their organizations in implementing their vision and Mission. It is a good Governance practice for the Board to establish a succession plan for its membership. The requirement under the Code of Governance for State Corporations (Mwongozo) is that there should be a succession policy for the Chair, the Directors, the CEO and senior management staff.

According to Mwongozo the Chair of the Board has the responsibility of ensuring that there is in place a succession plan for the Board while the CEO has the role of ensuring that the organisation has an effective management structure including succession plans for members of senior management staff.

I therefore call for a concerted effort from all the Board of Directors and Management and Staff of KoTDA to support the Authority through adherence to this Policy.


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Dated 19/6/2023

Mr. John Paul Okwiri

Ag. Chief Executive Officer

4.0 INTRODUCTION

Konza Technopolis Development Authority ("KOTDA") is a state agency established under the State Corporations Act vide the Legal Notice No. 23 of April 2012. The mandate of KoTDA is to develop Konza Technopolis as a globally competitive smart city by creating an enabling environment through utilization of ICT for socio-economic development with an additional mandate to engage in stakeholder management and mobilization to facilitate smooth operationalization of the Technopolis.

5.0 LEGAL FRAMEWORK

Being a State Corporation, KoTDA is governed by various statutes and government circulars published from time to time as follows:

- i. The Constitution of Kenya 2010;
- ii. Legal Notice No. 23 of 2012;
- iii. State Corporations Act;
- iv. Leadership, integrity and ethics legislation;
- v. Equality, national cohesion and integration statutes;
- vi. Corporate governance legislation and guidelines; and
- vii. Relevant laws, regulations, circulars and gazette notices.

6.0 POLICY STATEMENT

Change in leadership is inevitable for all organizations and can be very challenging. Therefore, it is the policy of KoTDA to be prepared for the change at the Board and senior management level, either planned or unplanned, to ensure the stability of the organization. It is also the policy of the Board to assess the leadership needs of the Authority to ensure the selection of qualified persons to support the development of Konza Technopolis as a globally competitive smart city.

7.0 SCOPE

This Policy is applicable to the Board of Directors of the Konza Technopolis Development Authority.

8.0 PURPOSE

A high performing, effective Board is essential for the proper governance of an entity. Boards should have an appropriate number of independent non-executive directors who can represent the best interests of the Authority and its stakeholders. The purpose of this policy is:

- i. To define processes for dealing with change within the Board thereby underscoring good governance practices;
- ii. To enable the Authority to respond rapidly and effectively to both anticipated and unexpected changes within the Board;
- iii. To ensure that the Board has a sufficient size and optimal composition considering the requirements of the mandate of the Authority;
- iv. To ensure that the Board of the Authority oversees the quick and effective filling of vacant positions within the Board; and
- v. To ensure leadership continuity.

9.0 RESPONSIBILITY FOR BOARD SUCCESSION PLANNING

The Chairperson shall:

- (a) ensure that there is in place an effective board succession policy; and
- (b) ensure that the board succession policy is reviewed at least once every three years.

10.0 SUCCESSION PROCEDURE/PROCESS

10.1 Annual Competence Needs Assessment

At the end of each financial year, the Chair of the Board shall ensure that there is undertaken a competence needs assessment to understand the current and future needs of the Board.

The CEO will advise the Board on the current and future needs of the Board as soon as the competence needs assessment is completed.

10.2 Annual Composition Analysis

At the end of each financial year the Chair of the Board shall analyse the composition of the Board and ascertain the composition of the Board and the number of Directors expected to retire during the successive financial year.

10.3 Request to Appointing Authority

At least six months prior to the retirement of retiring directors in the case of an expiry of term, or within two weeks of unexpected exit of a director, the Chairperson shall make a formal request to the appointing authority advising on:

- a) The expected retirement, exit or resignation.
- b) The recommended qualities of the replacements based on the Competence Needs Assessment conducted in the preceding financial year.

10.0. POLICY IMPLEMENTATION RESPONSIBILITY

This Policy will be implemented by the Corporation Secretary in collaboration with CEO.

11.0 REVIEW

This Policy shall be reviewed every three (3) years or from time to time as informed by changes in the operational environment of the Authority.

12. EFFECTIVE DATE

This policy comes into effect on this19TH.....day ofJUNE.....2023