

Job description

Job details	
Job title: Legal and Compliance Manager	Line Manager title: Governance, Risk and Compliance Director
Grade: JG5	Direct reports: None
Department: Corporate Resources	Location: Nairobi, Kenya
Job summary	
<p>This role will ensure that the Council, Board of Directors, SLT and staff, receive appropriate, timely, and professional legal and compliance (including but not limited to tax) advice, that TMA (and all TMA subsidiaries) fully complies with all relevant statutory requirements, and that TMA's interests are protected in litigation and legally binding agreements (with the added requirement to support TMA subsidiaries).</p>	
Roles and responsibilities	
<p>Legal (TMA and TMA subsidiaries):</p> <ul style="list-style-type: none"> • Provide or commission advice on different legal heads including but not limited to contract, employment, procurement, taxation whenever requested. • Manage contracts and framework arrangements with all legal service providers. • Quality assure all legal advice received from external service providers. • Closely monitor all litigation involving TMA and ensure that TMA is properly represented and complies with Court orders at all times. • Interact with staff and partners to identify potential disputes involving TMA. • Identify all legal requirements which TMA should be complying with and develop checklists etc to ensure compliance (actual checks to be undertaken by compliance team or Internal Audit). • Maintain an "Update of legal cases" report for quarterly submission to the Board. • In liaison with the Company Secretary, ensure that all mandatory governance documents are appropriately filed in good time. • Ensure that all legal documents drawn up or signed by TMA (including contracts, MOUs, Host country agreements, partner agreements and financing agreements) are legally sound and protect TMA's interests. <p>Compliance (TMA and TMA subsidiaries):</p> <ul style="list-style-type: none"> • Ensure full regulatory and legal compliance in every TMA country of operation. • Contributes to the drafting and negotiating of Host Country Agreements, Memoranda of Understanding, partner agreements and donor funding agreements to ensure adherence to TMA's policies and procedures including the TMA Regulations, PCM Guidelines, etc. • Safeguarding policies, PAR approval process, Results articulation process and Results Framework, procurement policies and procedures, among others. • Continuous monitoring and support to remedy compliance gaps identified in procurement audits and reviews. • Conduct procurement compliance reviews and liaise with the procurement unit to undertake updating/improvements of procurement policies and procedures, contracts, agreements, MOUs, Host country agreements to ensure that they are fit for purpose. • Continuous review of contracts/contractual agreements to ensure that they comply with TMA Regulations, policies, and procedures, and follow donor requirements. 	

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- Support the implementation of the compliance programme in TMA through undertaking compliance reviews, and preparing and presenting reports on the compliance with obligations as set out in laws, regulations, and agreements in the organisation including tax laws.
- Provides input into submissions to the Tender Committee to ensure documentation and requirements are complete before approval, proper reviews and due diligence have occurred, and creation of recommendation/matters of attention to TC and any required remediation plans.
- Regular update the Governance, Risk and Compliance director on procurement compliance progress and incidences of policy breaches and non-compliance.
- Participates in contract management activities including resolving supplier and partner non-performance and providing guidance/corrective action to ensure compliance with TMA policies and contractual obligations.
- Leads in resolving supplier complaints/disputes and where necessary sanctions procedures arising during tendering, contracting and contract implementation.
- Coordinating with procurement team, technical teams, partners and external parties including legal advisers, on contractual claims, disputes, claims against warranties and other contractual issues.
- Develops tools and processes to enhance the procurement compliance process in TMA.
- Keep abreast with the ever evolving regulatory, tax and legal landscape in TMA countries of operation to ensure proactive interventions are initiated to comply with the same.

Taxation (TMA and TMA subsidiaries):

- Assess, monitor and manage potential tax risks for TMA countries of operation
- Tax Advisory: Advise on a wide variety of day-to-day tax questions from internal stakeholders; assisting TMA teams on the correct tax treatment of transactions.
- Tax Compliance: Working closely with the Corporate Finance team, support the day – to- day operations for TMA countries to ensure effective and efficient tax compliance process.
- Provide advice on tax planning in the structuring and presentation of transactions to optimise the tax position.
- Advise on structuring of contracts and where required coordinate advice from tax advisors
- Tax Changes: Keep track of Tax amendments in the different countries of TMA operation as they impact TMA and oversee implementation.
- Tax Audits: Responding to inquiries from tax authorities and overseeing tax audits and tax health-checks.

Others:

- Promote and adhere to TMA's core values and ensure compliance with organisational policies and procedures.
- Maintain zero tolerance to bribery, fraud and corruption, and ensure the immediate reporting of any corruption or suspect behaviour that threatens TMA's reputation.
- Apply the highest standards of controls and risk management practices and behaviours and embed a positive risk and control culture.
- Demonstrate prudence, sound judgement and appropriate and timely escalations in management of all types of risk (including fraud risk) applicable to my role.
- Seek to identify, understand and escalate risk events/incidents/ issues on a timely basis focusing on fixing root-causes and taking ownership of identified mitigating actions.
- Complete all relevant mandatory trainings within the stipulated timelines.

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- Contribute to the development/revision of tools and procedures to document and share knowledge, incentivise staff/teams and enforce compliance and standards.
- Participate in regular informal and formal reflection, knowledge sharing and learning events.
- Document lessons learned and best practices for knowledge sharing and learning.

Organisational positioning

Senior Director -
Corporate Resources
(JG3)



Governance, Risk &
Compliance Director
(JG4)



**Legal and Compliance
Manager (JG5)**

Academic and professional qualifications

- Undergraduate law degree.
- Full membership of and certification by relevant professional body.

Work experience

- Undergraduate law degree ten years' relevant experience (or eight years' for Postgraduate degree holders) providing legal advisory services to a corporate organisation, ideally one working in trade or development in an international context. The areas of coverage should include contract, employment, taxation compliance and advisory as well as procurement.
- Three years of management experience.
- Able to work in a fast-paced environment, with ability to multi-task and adherence to changing priorities and deadlines.
- Experience in undertaking compliance activities for a development organisation.
- Experience of working in other legal jurisdictions in the region (sub-Saharan Africa) would be an advantage.

Technical skills and behavioural competencies

- The ability to provide professional, independent advice confidently, and propose appropriate solutions.
- Strong strategic thinking, formulation and implementation skills including the ability to communicate strategy and impact concisely and simply.
- An understanding of the development sector is desirable.
- Willingness to continuously develop skills and knowledge to keep abreast of legal, tax and compliance developments.

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- High ethical standards and a good eye for detail.
- Proficiency with computer applications.
- Excellent writing skills.
- Strong presentation, communication and personal effectiveness skills, with the ability to influence others to achieve objectives and gain consensus and collaboration.
- Sound decision-making and judgement capabilities, as well as good problem solving and analytical skills.
- A self-motivated individual who requires minimal supervision.
- The ability to handle ambiguity, competing priorities and a challenging workload.
- Agility and openness to working across cross-cutting activities in governance, risk and compliance, including operational compliance.

Sign off

Job holder name:	Signature: _____	Date: _____
Line Manager name:	Signature: _____	Date: _____
Counter-signing Quality Assuror (CQA) name:	Signature: _____	Date: _____