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FYJC

SUBJECT- SECRETARIAL PRACTICE

Test Code – FYJ 6089

BRANCH - () (Date :)

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ANSWER : 1**(A)****(3 MARKS)**

1. An individual
2. ICSI
3. Protect

(B)**(2 MARKS)**

1. B – 1. Government department
2. D – 6 Faith fullness

(C)**(2 MARKS)**

1. Loyalty
2. Co – operative society

(D)**(2 MARKS)**

1. True
2. False

(E)**(2 MARKS)**

1. ICSI
2. IAS

ANSWER : 2**(10 MARKS)****1. Secretary of Co – operative society and Secretary of Government department**

Points	Secretary of Co – operative society	Secretary of Government department
1. Meaning	Secretary of a co - operative society is one such member from managing committee. Appointed to look after the working of the society.	A Secretary of a Government department is an officer to work under the guidance of the ministers or department.
2. Purpose	To assist in safeguarding the common interest of the members.	To assist in carrying out administrative work under the control of ministers of their respective departments.
3. Appointment	Appointed by managing committee of the co – operative society.	Appointed by the State or Central Government.
4. Legal Status	Secretary has legal status as per the Co – operative Societies Act.	The Secretary is appointed by the government and has a legal status.
5. Qualification	There is no prescribed qualification.	The Secretary must be in Indian Administrative Services (IAS)
6. Position	The Secretary is a member of the society and voted to become a Secretary.	The Secretary is the administrative head as per the department or ministry.
7. Powers	Has the power as per Co – operative Societies Act.	Has statutory powers as per the ministry or department.

8. Duties	The rights and duties are laid down in the Co- operative Societies Act.	Looks after the work of his concerned departments/ ministry.
9. Compulsion to appoint	It is compulsory to appoint as per the Act.	Appointment of Secretary for every Government department is compulsory.
10. Remuneration	The Secretary may get a salary or work on honorarium.	The Secretary is a full time employee and gets salary and perks as per the Government rules.

2. Company Secretary and Secretary of a Government department.

Points	Company Secretary	Secretary of a government department
1. Meaning	Secretary of a Joint stock company is appointed by business organization to ensure legal compliance.	A Secretary of a Government department is an officer to work under the guidance of the ministers or department.
2. Purpose	To assist in carrying out administrative work under the control of ministers of their respective departments.	To assist in carrying out administrative work under the control of ministers of their respective departments.
3. Appointment	Appointed by the Board of Directors of company.	Appointed by the State or Central Government.
4. Legal Status	Company Secretary possess legal status as per the Companies Act.	The Secretary is appointed by the government and has a legal status.
5. Qualification	The Secretary must be a member of ICSI.	The Secretary must be in Indian Administrative Services (IAS)
6. Position	The company Secretary is one of the members of Key Managerial Personnel (KMP).	The Secretary is the administrative head as per the department or ministry.
7. Powers	Has statutory and managerial powers as per the Companies Act.	Has statutory powers as per the ministry or department.
8. Duties	The duties are as mentioned in the Companies Act and is one of the key compliance officers.	Looks after the work of his concerned departments/ ministry.
9. Compulsion to appoint	Every listed company and all other companies having a paid up capital of Rs. 5 crore or more should have a full time Secretary.	Appointment of Secretary for every Government department is compulsory.
10. Remuneration	The Secretary is a full time employee and gets a salary determined by the Board.	The Secretary is a full time employee and gets salary and perks as per the Government rules.

3. Secretary of Non – profit association and Secretary of Co – operative society.

Points	Secretary of Non – profit association	Secretary of Co – operative society
1. Meaning	Secretary of non – profit Organization is a person appointed to look after the working and conduct specified activities of the organization.	Secretary of a co - operative society is one such member from managing committee. Appointed to look after the working of the society.
2. Purpose	To assist in promoting the activities of the organization.	To assist in safeguarding the common interest of the members.
3. Appointment	Appointed by managing committee of association.	Appointed by managing committee of the co – operative society.
4. Legal Status	The Secretary has no legal status.	Secretary has legal status as per the Co – operative Societies Act.
5. Qualification	There is no prescribed qualification for this type of Secretary.	There is no prescribed qualification.
6. Position	Usually a member of managing Committee.	The Secretary is a member of the society and voted to become a Secretary.
7. Powers	Has limited powers for conducting the activities of the organization.	Has the power as per Co – operative Societies Act.
8. Duties	The rights and duties are governed by the managing committee of the Association.	The rights and duties are laid down in the Co- operative Societies Act.
9. Compulsion to appoint	Appointment is based on the nature and size of the organization.	It is compulsory to appoint as per the Act.
10. Remuneration	The Secretary may get a salary or work on honorarium.	The Secretary may get a salary or work on honorarium.

4. Personal Secretary and Company Secretary.

Points	Personal Secretary	Company Secretary
1. Meaning	Personal Secretary is an individual appointed by professionals or busy persons to assist them in their work.	Secretary of a Joint stock company is appointed by business organization to ensure legal compliance.
2. Purpose	To assist the busy individual in their day to day work.	To assist in carrying out administrative work under the control of ministers of their respective departments.
3. Appointment	Appointed by busy persons like doctors, lawyers, actors, political leaders, businessman etc.	Appointed by the Board of Directors of company.
4. Legal Status	The Secretary has no legal status.	Company Secretary possess legal status as per the Companies Act.
5. Qualification	There is no prescribed	The Secretary must be a member

	qualification for appointment.	of ICSI.
6. Position	The Secretary is a personal assistant of the employer.	The company Secretary is one of the members of Key Managerial Personnel (KMP).
7. Powers	Powers are stated by the employer.	Has statutory and managerial powers as per the Companies Act.
8. Duties	The duties are according to the work of the employer.	The duties are as mentioned in the Companies Act and is one of the key compliance officers.
9. Compulsion to appoint	There is no compulsion.	Every listed company and all other companies having a paid up capital of Rs. 5 crore or more should have a full time Secretary.
10. Remuneration	The Secretary is a salaried person.	The Secretary is a full time employee and gets a salary determined by the Board.

ANSWER : 3

(2*2 = 4 MARKS)

1. The Oxford Dictionary defines a Secretary as ‘A person whose work is to write for others, especially one who is employed to conduct correspondence, keep records and to transact various other businesses for another person or for a society, corporation or public body.’

According to Companies Act 2013 Section 2(24) “Company Secretary or Secretary means a Company Secretary as defined in Clause (c) of Sub – section (i) of Section 2 of the Company Secretaries Act 1980 who is appointed by a company to perform the function of a Company Secretary under this Act.”

2. **Confidential Officer** : A Secretary is a custodian of secret and confidential information or the organization. Secretary is closely connected to the top management and can be involved in policy decisions.
3. **Tactfulness** : It means ability of a person to handle a situation in a right manner. As Secretary has to deal with different persons and situations; this quality will help Secretary in acting and reacting in a wise and sensible way.
4. **Loyalty** : Loyalty means faithfulness. Secretarial work is of a confidential nature. The Secretary being a confidential officer, should not disclose matters of secrecy to anyone. The Secretary should give priority only to organizational goals.
5. **Compliance officer** : The Secretary has to ensure proper and timely legal compliances in all activities of the organization. Secretary has to perform various statutory duties. Secretary has to maintain books, registers etc. as prescribed by Companies Act, 2013. Secretary has to file returns, documents with proper authorities within the stipulated time.

ANSWER : 4

(5 MARKS)

(a) Features of Secretary

1. **Individual** : Only an individual alone can be appointed as a Secretary. A firm, an institution or a corporate body cannot be appointed as a Secretary. A Secretary has

to be an individual as per the provisions of the Company Law and also due to the skills required to fulfill the duties and responsibilities towards the employers.

2. **Duties** : A Secretary has to perform routine and administrative duties such as correspondence, conducting meetings, maintaining records and providing information. Secretary also has to fulfill the day to day routine duties related towards the employer or organization such as clerical work, recording, fixing appointments, giving reminders, replying to other employees queries etc. These duties vary according to the nature of work of the organization or employer. In recent time, Secretary has to ensure legal compliances.
3. **Qualification** : Every Secretary must possess certain qualities and qualifications as per the organization. However, a person who is appointed as a company Secretary in a public or private limited company needs to have certain prescribed qualifications according to Companies Act 2013. Similarly a Secretary of a Government Department needs to have the qualification as per the Government rules and regulations.
4. **Appointment** : A Secretary can be appointed by individuals, professionals, society, corporation, government, public organization, Joint stock companies etc. In other words a Secretary can be a personal or institutional Secretary.
5. **Paid employee** : A Secretary is a paid employee of the organization. Secretary is either given a salary or paid an honorarium. Although Secretary is a paid employee, yet the Secretary holds an important position in the organization.
6. **Confidential Officer** : A Secretary is a custodian of secret and confidential information or the organization. Secretary is closely connected to the top management and can be involved in policy decisions.
7. **Representative** : A Secretary acts as a representative of the organization. Generally secretaries are of two types : (a) Personal (b) Institutional. Secretaries appointed by individuals are known as personal secretaries. These secretaries represent their employers. Institutional secretaries are appointed by societies, companies, government departments and represent their organizations.
8. **Qualities** : A Secretary should possess certain qualities so as to conduct the secretarial duties smoothly. The qualities like concentration, intelligence, tact, loyalty, co – operation, courtesy, leadership, orderliness and knowledge seeker assist in smooth and efficient working of the organization.

(b) Importance of Secretary :

1. **Expert advice and guidance** : The Secretary advises the superiors on various important issues and assists in finalizing decisions on various issues. The views, observations and opinions of the Secretary are always considered valuable while taking appropriate policy decisions. The Secretary provides able guidance to the management and helps to achieve expected growth of the business.
2. **Administrator** : A Secretary looks after the routine office administration of the organization. Secretary handles efficiently routine as well as executive duties of the organization. Routine duties like office management, documentation of important issues, attending visitors etc. are handled by the Secretary efficiently. Secretary also

handles the executive duties like assisting policy formulation, preparation of plans, supervision on execution of plans, etc.

3. Custodian of secret information :

Secretary is an important person of the organization. Secretary has access to confidential and crucial information related to the organization. Secretary is also involved in making and executing important decisions. All such important decisions regarding business activities are required to be maintained confidential. Secretary guards the secrets of the organization and does not disclose it to anyone unless required and authorized to do so. Therefore, Secretary is often referred to as 'confidential officer.'

4. Correspondent :

The Secretary is a correspondent of the organization and is therefore responsible for inward and outward correspondence. Secretary conducts correspondence with members, directors, banks, insurance companies, Registrar, Government authorities, customers, etc.

5. Legal compliance officer : The Secretary has to ensure proper and timely legal compliances in all activities of the organization. Secretary has to perform various statutory duties. Secretary has to maintain books, registers etc. as prescribed by Companies Act, 2013. Secretary has to file returns, documents with proper authorities within the stipulated time.

6. Conducting Meetings : Every business organization has to conduct meetings where the persons meet and finalize important decisions. The Secretary carries out formalities which are required to be undertaken before, during and after the meeting which includes preparation of agenda, sending notices, preparing minutes etc.

7. Link between management and staff : A Secretary acts as a link between management and staff of the organization and helps in effective communication. It is important that these decisions are co – ordinated effectively at all levels of the organization.

8. Fulfillment of Secretarial Standards and Secretarial Audit : Secretarial Standards and Audit aim at checking whether the company is adhering to the legal and procedural requirements.

ANSWER : 5

(10 MARKS)

(1) Definition of Secretary :

- a. The Oxford Dictionary defines a Secretary as 'A person whose work is to write for others, especially one who is employed to conduct correspondence, keep records and to transact various other businesses for another person or for a society, corporation or public body.'
- b. According to Companies Act 2013 Section 2(24) "Company Secretary or Secretary means a Company Secretary as defined in Clause (c) of Sub – section (i) of Section 2 of the Company Secretaries Act 1980 who is appointed by a company to perform the function of a Company Secretary under this Act."

The Company Secretaries Act, 1980 defines Company Secretary as – 'a person who is a member of Institute of Company Secretaries of India.'

From the above definitions it can be stated that Secretary is appointed to ensure the smooth functioning of the organization and assists in various functions related to correspondence, meetings, record keeping and any such administrative work.

Qualities of Secretary :

The Secretary should possess certain qualities apart from academic qualification. A Secretary requires certain qualities to enable him to fulfill the employer's or organization's goals.

1. **Accuracy** : Accuracy means correctness. A Secretary must be accurate in his work like drafting letters, recording minutes and maintaining records. 'Accuracy' is one of the quality of Ideal Secretary.
2. **Adaptability** : Adaptability means ability to adjust oneself to the changing situation. The situation changes due to government policies, management policies etc.
3. **Co - operativeness** : Co – operativeness refers to the willingness on the part of the Secretary to assist others in achieving the objectives of the organization. It helps in developing team spirit and a sense of togetherness.
4. **Courtesy** : It implies politeness and kindness. A Secretary should be courteous while dealing with the people. This approach creates a positive impression about the employer and the organization.
5. **Initiative** : Initiativeness mean a person's tendency to take efforts voluntarily to accomplish a task. The Secretary should take the initiative to take decisions on behalf of the employers if they are not present.
6. **Leadership** : A Secretary should have the ability to guide, advise, inspire, and motivate the sub – ordinates. The leadership skills of a Secretary helps to create team spirit.
7. **Loyalty** : Loyalty means faithfulness. Secretarial work is of a confidential nature. The Secretary being a confidential officer, should not disclose matters of secrecy to anyone. The Secretary should give priority only to organizational goals.
8. **Orderliness** : It means doing the work in a systematic manner. It helps the Secretary to complete the work in proper order and in time.
9. **Pleasing personality** : A Secretary should have a pleasing personality. This implies his way of talking, mannerism, good temper, confidential approach and willingness to accept challenges and situation in a calm way.
10. **Knowledge Seeker** : A Secretary should update his knowledge as required to enable him to perform statutory functions.
11. **Punctuality** : It is related to the time sense and refers to doing things at the appropriate time. Lack of punctuality creates a bad impression about the organization. The Secretary should have a good time management.
12. **Sound Judgment** : A Secretary should be able to judge the situation and accordingly take correct decisions. The Secretary should be able to judge the effectiveness and performance of his sub – ordinates.
13. **Tactfulness** : It means ability of a person to handle a situation in a right manner. As Secretary has to deal with different persons and situations; this quality will help Secretary in acting and reacting in a wise and sensible way.

(2) Definition of Secretary :

1. The Oxford Dictionary defines a Secretary as 'A person whose work is to write for others, especially one who is employed to conduct correspondence, keep records and to transact various other businesses for another person or for a society, corporation or public body.'
2. According to Companies Act 2013 Section 2(24) "Company Secretary or Secretary means a Company Secretary as defined in Clause (c) of Sub – section (i) of Section 2 of the Company Secretaries Act 1980 who is appointed by a company to perform the function of a Company Secretary under this Act."

The Company Secretaries Act, 1980 defines Company Secretary as – 'a person who is a member of Institute of Company Secretaries of India.'

From the above definitions it can be stated that Secretary is appointed to ensure the smooth functioning of the organization and assists in various functions related to correspondence, meetings, record keeping and any such administrative work.

Functions of Secretary :

Secretary performs basic clerical functions and office responsibilities of a company, department or individual. The functions of a Secretary are vital for helping an employer or organization to function efficiently.

1. **Correspondence** : One of the important functions of a Secretary is correspondence. Secretary looks after the inward and outward mail, replying to inquiries from outsiders, government department and other stake holders. Secretary also looks after the various records of the organization.
2. **Office management** : Secretary is responsible for the efficiency of the entire office routine. Secretary supervises and controls the staff and looks after the activities of the association. Secretary has to guide supervise and control the office staff for the smooth functioning of the company. The Secretary also has to look after training, promotion and transfer of the office staff.
3. **Reception Function** : A personal Secretary attends to telephone calls and visitors, attends to inquiries, fixing appointments, etc.
4. **Financial functions** : Secretary handles the banking transactions and maintains proper books of accounts. Secretary has to keep a watch on receipts and payments.
5. **Arranging meetings** : The Secretary arranges meeting between the employer and any other parties. The Secretary also arrange general meetings, meetings of the board and managing committee meetings as per the provisions of the Acts. The Secretary drafts notices, agenda and also minutes of the meeting.
6. **Statutory Functions** : The Secretary has to comply with all the provisions of the Acts applicable to his organization. Secretary also has to comply with the Income Tax Act, Stamp Act, Shop Act, Goods and Services Tax etc.
7. **Assistance in formulating policies** : The Secretary has to collect statistical data and information. This information assists the management in formulating policies.
8. **Providing information** : The Secretary provides accurate information related to various departments in the organization. Secretary provides relevant information to management, banks, government departments, shareholders and employees.
9. **Administrative functions** : The Secretary performs administrative functions like assisting in appointing employees, distribution of office work, supervision, training, promotion. Secretary maintains all statutory books under proper custody.