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Bhutan National Bank

Terms of Reference
for
Chief Executive Officer

TABLE OF CONTENTS

1. INTRODUCTION 1
2. THE POSITION 1
3. DUTIES AND ACCOUNTABILITIES 2
4. QUALIFICATION AND EXPERIENCE 6
5. KNOWLEDGE, SKILLS AND ATTRIBUTES REQUIRED 7
6. EMPLOYMENT TYPE AND TENURE 7
7. SALARY AND ALLOWANCES 7
8. MANDATORY DOCUMENTS 8
9. TERMS & CONDITIONS 8
10. APPLICATION SUBMISSION & DEADLINE: 9

1. INTRODUCTION

Bhutan National Bank (BNB) started on 15th July 1980 as the Unit Trust of Bhutan (UTB) with an initial funding of Nu.2.5 million by Royal Insurance Corporation of Bhutan. The Trust functioned as a subsidiary of RICB with the objective of inculcating saving habits among the general public and to channel resources into productive sectors. On the 1st of January 1992, the Royal Government of Bhutan conferred the Trust with the status of an independent financial institution. With the growing Bhutanese economy and the presence of only one bank in the kingdom in 1995, the Trust was converted into a commercial bank with the assistance of the Asian Development Bank.

Since the inception in 1997, the Bank has played a pioneering role in the development and transformation of Bhutan's banking sector. As the first financial institution in the country to offer shares to the public, the Bank has consistently led innovation by introducing key banking technologies and services, including Core Banking Systems (CBS), Automated Teller Machines (ATMs), Point-of-Sale (PoS) terminals, credit cards, internet banking, and B-Wallet, which laid the foundation for today's digital payment ecosystem. Through its commitment to innovation, growth, and financial inclusion, the Bank has expanded its total assets from Nu. 1.03 billion in 1997 to over Nu.85 billion, reinforcing its position as a leading financial institution and a catalyst for the modernization of Bhutan's banking industry.

2. THE POSITION

The Chief Executive Officer (CEO) is the senior most executive position at the Bank. The CEO reports to the Board of Directors. The Board of Directors appoints the CEO, evaluates his/her performance, and may, at its discretion, remove or replace the CEO.

The primary responsibilities of the CEO are to:

- Lead and manage the Bank under the guidance of the Board and Board Committees;
- Formulate and execute strategic plans to realize and fulfill the mandates of the company;
- Provide dynamic leadership by actively engaging the Board with innovative ideas and strategic insights to drive the Bank forward.
- Plan, monitor and evaluate the performance of the company and executive teams in realizing the mandates of the Bank; and
- Create sustainable long-term shareholder value.

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3. DUTIES AND ACCOUNTABILITIES

The key areas of accountability and major responsibilities of the CEO are tabulated below:

Key Area of Accountability	Major Activities
A. General Management	• Manage day to day operations of the Bank within the guidelines, rules, policies and directives issued by the Board, RMA and other regulatory agencies; • Appoint and maintain a strong executive management team to assist in the execution of the tasks delegated by the Board; • Implement all plans, policies and performance targets approved by the board; • Develop/revise systems and processes for effective and efficient management of the company; • Ensure that the authorities delegated by the Board are exercised in the manner and within intent of such delegation and referring all matters outside his delegations to the Board for approval; • Carry out and lead change interventions, such as re-organization, as and when desired by the Board, and oversee their effective implementations; • Apprise the Board and Board Chair person on all matters of significance. Further, keep the Board Chairperson informed of all matters of significance that occur between the board meetings; • Provide the Board with accurate, relevant, timely and complete information; and • Ensure effective identification and communication of all material risks to the Board, along with mitigation plans and procedures.
B. Strategic Management	• Develop and recommend long term strategic direction of the Bank, including its Vision, Mission, Core Values and Strategic Objectives;

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	• Communicate the strategic direction of the Bank to employees across the levels and ensure that employees are aligned with Bank's objectives; • Guide the successful execution of corresponding business and operational plans; and • Review and report regularly to the Board on the overall progress and results against operating and financial objectives and initiate courses of action for improvement.
C. Portfolio Management	• Guide the Board to decide investment/credit mix and policy of the Bank; • Guide the Board to balance investments to strategic objectives; • Direct and guide reviews of the BNBL's credit portfolio to determine its position vis-à-vis industry exposure concentration; • Guide the strengthening of the Bank's banking products and services; • Monitor BNBL's credit risk exposure on an ongoing basis; • Develop and implement the credit risk management framework and participate in the forums to improve the asset quality of the bank; • Direct the adoption and implementation of credit scoring methodologies in order to maintain adequate management of credit risk; • Direct credit administration management function and ensure the effective review, validation, approval and timely processing of all credit applications and collateral documentation in accord with established credit governance framework and regulatory requirements; • Supervise loss mitigation and recovery activities regarding delinquent or NPL accounts in accordance with Bank and RMA guidelines; and • Supervise the identification, evaluation and assessment of all legal risks and exposure of the various credit lines.

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	• Ensure the prudent investment and effective diversification of the Bank's funds across approved asset classes, in line with established policies, governance frameworks, risk parameters, and regulatory requirements, to safeguard and enhance stakeholder value.
D. Operational Management	• Guide the development of a robust bank wide operations infrastructure by establishing appropriate framework, systems and processes and policies; • Develop annual forecasts of revenue, expenditure, growth pattern, operational results and other financial performances; • Develop innovative business models to improve service efficiency to attain the broader objectives of the Bank; • Develop and secure approval of the board, the annual budgets, both current and capital investments; • Authorize commitment of corporate resources so that operational plans are executed efficiently and on time; • Ensure that the members of the Board receive accurate, timely and clear information, in particular about the company's performance, significant financial arrangements, the development of rationale investments and other areas of significance to enable the board to take sound decisions, monitor effectively and provide advice to promote the success of the Bank; and • Enforce accountability and transparency while executing any projects.
E. Human Resource Management	• Develop a robust organizational structure supported by appropriate manpower capacity to ensure that the business objectives are realized; • Ensure the attraction and retention of highly talented employees through effective policies and practices that drive high performance and advance the Bank's strategic objectives.

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	• Promote leadership development and proper succession planning for key position in the company; • Promote performance culture in the company by implementing Performance Management Systems and relevant policies; • Develop and implement manpower plans for optimum utilization of human resources; • Foster a corporate culture that promotes ethical practices and encourages individual integrity and social responsibility; and • Ensure the continuous development of the Bank's human capital through targeted training, upskilling, and capacity-building initiatives aligned with organizational needs and strategic objectives.
F. Compliance, Risk Management & Corporate Governance	• Ensure compliance with all legal and regulatory requirements; • Authorize and ensure that effective control and co-ordination mechanisms for all operations and activities are in place including the establishment and development of effective internal controls over financial reporting; • Ensure the Bank's assets are adequately safeguarded and optimized in the best interests of the company; • Ensure adherence to the Bank's corporate governance framework and the effective execution of Board directives and resolutions. • Maintain a high level of integrity work ethics and Corporate Governance standards; • Strengthen Risk Management system at the Bank; and • Strengthen the function of internal audit to ensure internal checks and balances;
G. Brand Management	• Guide and supervise the growth of brand BNB; • Strengthen both internal as well as external communication such that constructive and productive relationships are maintained with shareholders and all stakeholders;

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	• Protect and enhance the image and reputation of the Bank; • Represent the Bank as and when required including in important national events, business meetings and public forums; • Act as the Bank's interface with its operating environment, the business community, customers, statutory bodies and government agencies; and • Act as the principal spokesperson of the Bank.
H. Others	• Any other functions/tasks assigned by the Board in the interest of the bank. • As stated in the Corporate Governance Regulations of the Royal Monetary Authority (RMA) and the Corporate Regulatory Authority (CRA) of Bhutan, and the Bank's Articles of Incorporation.

4. QUALIFICATION AND EXPERIENCE

Qualification:

- Minimum of Bachelor's Degree obtained from a recognized university through regular (full time) program.
- Master's degree through regular full-time program in relevant field will be desirable.

Experience:

- Minimum of fifteen (15) years of work experience out of which the candidate should have at least 3 years of active service at General Manager level & above for corporate or equivalent position in incorporated public/private sector company and P1-A level & above for civil servants.
- 1.5 years (18 Months- full time program shall be considered as active service, if attended.

Age Limit:

The applicant shall not be more than 65 years of age as of the application submission deadline.

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Nationality:

Bhutanese Citizen with valid Citizenship Identity Card.

5. KNOWLEDGE, SKILLS AND ATTRIBUTES REQUIRED

- Excellent leadership skills;
- Strong financial literacy;
- Excellent analytical, problem solving and decision-making skills;
- Strong strategic orientation and competence in translating the board strategic decision into well-thought-out actions;
- Strong negotiation and client management skills;
- Strong oral and written communication skills;
- Impeccable integrity and business ethics;
- Strong inter-personal skills and ability to develop and foster meaningful relationship with relevant stakeholder;
- Excellent decision-making skills- exploring options and choosing those that have the greatest benefit to the Bank
- Interpersonal sensitivity - willingness to keep an open mind and recognize other perspectives
- Ability and desire to complete works/projects under deadlines.

6. EMPLOYMENT TYPE AND TENURE

The CEO shall be recruited on contract for a term of 3 years, which may be renewed once based on performance.

7. SALARY AND ALLOWANCES

The monthly salary and allowances of the CEO shall be as follows:

- Basic pay: Nu.188,955.00 (One Hundred Eighty-Eight Thousand Nine Hundred Fifty-Five) only.
- House Rent Allowance: 25% of the Basic Pay
- Contract Allowance: 50% of the Basic Pay
- Corporate Allowance: Fixed of Nu.40,607.00
- Chauffeur driven car
- Employer PF Contribution: 15% of the Basic Pay
- Other allowances and benefits as per the HR Policy of the Bank.

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8. MANDATORY DOCUMENTS

Applicants must submit the following documents together with their applications:

a. Curriculum vitae (CV) indicating clearly the details of the applicant and, with names, address and contact details of two referees.
b. Bachelor Degree certificate and transcripts (for entire course).
c. If applicable, Master's & other higher Degree certificates and transcripts (for entire course).
d. Valid documentary evidence (appointment or promotion orders) to prove 15 years of work experience.
e. Valid documentary evidence (appointment or promotion orders) to prove minimum of 3 years to GM/P1A or equivalent position.
f. Valid citizenship identity card (both front and back)
g. Valid audit clearance certificate for employment/job interview (where applicable)
h. Valid security clearance for employment
i. Valid medical fitness certificate
j. Valid tax clearance certificate
k. CIB report as on the application date

Note: The selected candidate's appointment shall only be confirmed subject to FIT & Proper Assessment and Issuance of "No objection Letter "from the RMA.

9. TERMS & CONDITIONS

- Non-submission of any of the mandatory document listed in (8) above except (c), in case not applicable, shall lead to rejection of an application. In other words, applicants with incomplete documents shall be automatically disqualified.
- While the eligibility criteria are as spelled out in the ToR, the Board shall reserve the right to use additional criteria to screen and shortlist candidates leading to the final selection of the CEO.
- The Bank reserves the right to use various levels of screening and shortlisting of candidates.
- The Bank reserves the right to reject any applications without having to provide any reasons thereto.
- If selected, the candidate must join the Bank within 30 days.

Disqualifications not limited to the following:

- Been at any point of time, convicted of a criminal offence or is under prosecution for Criminal offense.

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- Been dismissed or suspended for any reason from his/her previous employment, or has been subject to investigation by the statutory authority for doubtful transaction.
- Been Board Member or CEO of a regulated entity, if yes, has not served the required cooling period prescribed by RMA.
- Is a sitting Board Member of BNB.
- Have a non-Performing Loan account with any of the financial institutions in Bhutan.
- Has earlier been dismissed or compulsorily retired from the service from other Agencies or from the services of the corporation on disciplinary ground.
- Has been certified medically unfit for employment by a competent medical authority.
- Has intentionally provided false information in the application for employment or used fraudulent practices in the recruitment and other selection processes.
- Has failed or refused to furnish, or furnished fake or forged testimonials.
- Candidates must satisfy all eligibility requirements set out in the Royal Monetary Authority's (RMA) Corporate Governance Guidelines and the Fit and Proper Criteria. Failure to meet any of these requirements shall constitute grounds for disqualification.

10. APPLICATION SUBMISSION & DEADLINE:

The Last date of submission of the application is **7 August 2026** on or before 5 PM. The application along with all the mandatory documents, as listed above, must be submitted to the following official during office hours in a sealed and signed envelope:

Mr. Singye Dorji
Chief, Human Resources and Administration Department
Corporate Office, Thimphu
singyedorji@bnb.bt
Contact No.17629193