



TALKING NOTES

BY:

MR. FELIX K. KOSKEI, EGH

CHIEF OF STAFF &

HEAD OF THE PUBLIC SERVICE

**CONSULTATIVE MEETING WITH CHAIRPERSONS,
BOARD MEMBERS, CHIEF EXECUTIVE OFFICERS AND
CORPORATION SECRETARIES/PERSONS PROVIDING
LEGAL SERVICES TO ALL STATE CORPORATIONS**

WEDNESDAY, 12TH NOVEMBER, 2025

VIRTUAL MEETING

A handwritten signature in black ink is located at the bottom right of the page.



NOTES:



**Chairpersons of State Corporations,
Members of Boards of State Corporations,
Chief Executive Officers,**

Ladies and Gentlemen,

Good Morning,

1. It gives me great pleasure to join you in this second convening of its kind following our first successful virtual engagement held on 13th May 2025, where we had candid discussion aimed at strengthening our collective commitment to **effective governance, accountability, and improved performance in the public service.**



2. Today's virtual forum once again brings together the **highest levels of leadership across our institutions** — men and women entrusted with steering our State Corporations towards **excellence in service delivery, integrity, and strict adherence to the law.**

3. We are gathered today at a time when the demands on our State Corporations are greater than ever. Citizens expect **efficient service delivery, transparency, and prudent management of public resources.** Yet, despite our best efforts, **gaps in performance and compliance continue to emerge across institutions.**

A handwritten signature in black ink is located at the bottom right of the page.



4. This engagement is therefore crucial: it provides a platform to reflect on lessons learned since **our first convening**, to identify areas **where improvement is needed**, and **to reinforce the principles** and frameworks that ensure every action within our organizations **aligns with the law and contributes to the overall efficiency and credibility of the public service.**

5. At the heart of today's engagement is our shared responsibility to drive measurable improvements in institutional performance. Central to this is **the taking of Prompt and strict implementation of Lawful and Proportionate Consequences for infractions** in the public service. This framework is not merely a regulatory requirement; it is a vital tool for **fostering discipline, accountability, and a culture** where every **officer understands that actions have consequences.**





6. In pursuit of improved performance and accountability, this office has taken the liberty to ensure that **all staff across the public service from the lowest cadres to the highest levels**, have been taken through Strict Implementation of **Prompt Corrective Action and Administration of Lawful and Proportionate Consequences** for Infractions in the Public Service.

7. Leveraging technology, we have successfully **reached officers in even the most remote corners of our institutions**, ensuring that every member of the public service is **aware of the rules, the consequences of infractions, and their role in upholding integrity**.

A handwritten signature in black ink is located at the bottom right of the page.



8. This comprehensive approach ensures that **when you, as leaders, execute your responsibilities**, you **do so in an environment where every officer understands both their obligations and the legal framework guiding their actions.**

9. As Chairpersons, Board Members, Chief Executive Officers, and, Corporation Secretaries, your role in this framework cannot be overstated. You are the **custodians of governance, the enforcers of compliance, and the exemplars of integrity within your institutions.** While the entire public service has been oriented these Framework **of Lawful Consequences**, it is through **your leadership that this knowledge is translated into action.**

A handwritten signature in black ink is located in the bottom right corner of the page.



10. Your decisions, oversight, and enforcement set the tone for institutional culture — ensuring that good practices are reinforced, infractions are addressed promptly, and accountability is not optional but a visible, lived principle across all levels of your organizations.

Ladies and Gentlemen,

11. It is your responsibility to take rightful decisions promptly and decisively, always within the confines of the law. The Matrix of Lawful Consequences provides clear and practical guidance on addressing **some of these infractions — and wherever the law is explicit, there should be no hesitation in enforcing it.**





12. Timely and lawful action strengthens accountability, reinforces integrity, and ensures that lapses are corrected before they escalate. **Your commitment to decisive, legally sound decision-making is pivotal in translating governance frameworks into tangible improvements in institutional performance.**

13. I must also remind all of you that **issuing wrongful instructions to your staff,** expecting them to act without question, **constitutes an infraction in itself.** Every instruction you give carries weight and responsibility.





14. To safeguard both accountability and integrity, I encourage you to communicate all instructions in writing wherever possible. This ensures clarity, prevents misunderstandings, and provides a record that holds you accountable for the decisions you direct. Remember, leadership is not only about giving direction but about ensuring that every action under your command aligns with the law, institutional policies, and the principles of good governance.

A handwritten signature in black ink is located in the bottom right corner of the page.



Ladies and Gentlemen,

15. From time to time, we have noticed instances where institutions **either choose to look the other way or appear to act mischievously**, even when the instructions and expectations are very clear. Such behavior undermines accountability, creates unnecessary risks, and weakens public trust.

16. Many of you recall that in our last virtual engagement, we spoke **candidly about several infractions** that were prevalent across State Corporations and within our boards. Sadly, we have observed that some of **these practices continue unabated**, despite clear **guidance and repeated reminders**.





17. This persistence undermines not only compliance but also the spirit of public service. **Going forward, our position is clear. We now want to see tangible consequences for these infractions.** The era of **repeated warnings without enforcement must come** to an end. Institutions and officers that fail to adhere to established governance standards will be **held accountable in accordance with the framework for taking Prompt Corrective and Lawful Consequences and the provisions of the law.**

18. We can no longer afford such failures. The mandate before us is simple but non-negotiable: **get it right, get it done, and get it done with integrity.**

A handwritten signature in black ink, consisting of a stylized 'S' followed by a circular flourish.



Disregard for Lawful Directives

19. There has been a disturbing trend of blatant disregard for lawful directives and governance protocols within State Corporations. Examples include:

- i. Appointment, renewal and extension of CEOs contracts without the concurrence** of the Office of the Chief of Staff and Head of the Public Service;
- ii. Unauthorized recruitment** into structures not approved;
- iii. Creation of parallel organizational structures** without legal or strategic justification.
- iv. Non adherence to various Governance Circulars on management of State Corporations.**

A handwritten signature in black ink, consisting of a stylized 'A' followed by a circular flourish.



Ladies and Gentlemen,

20. I want to urge each one of us to **take personal responsibility in ensuring full compliance with governance circulars.** Let us go back to our **respective institutions and request to be furnished with all governance circulars issued to date. Read them, keep them, and seek clarity where needed.** There is no excuse for ignorance when guidance has been provided.

21. As my team has indicated, we have clear circulars on matters such as **travel** by Chairpersons, Board Members and CEOs, **the issuance and use of official vehicles** to non-executive Chairpersons, **allocation of office space** to non-executive chairpersons, **frequency of board meetings** and many other areas of governance. **Why, then, do we continue to disregard them?**

A handwritten signature in black ink, appearing to be 'A. D. D.' or similar, located at the bottom right of the page.



22. These circulars are not suggestions; they are binding instruments meant to safeguard proper management and accountability. It is incumbent upon every leader to ensure that **their institution operates strictly with in these parameters.** We must avoid these infractions which not **only undermine accountability,** they expose institutions to **litigation, audit queries, and operational incoherence.**

Break Down in Communication – Urgent information not Circulated

23. We have also noted a worrying pattern: Important information such as Government circulars and directives not **being cascaded down to staff.** Too often, circulars either remain at the CEO's office without reaching the middle and lower cadres, where compliance actually happens.

A handwritten signature in black ink, appearing to be 'A. A.' or similar, located at the bottom right of the page.



24. This breakdown undermines discipline, policy implementation, and accountability. We must achieve a culture where Government directives flow down systematically, are acknowledged, discussed in departmental meetings, and acted upon.

25. You must know that this Office is firmly committed to **tracking, monitoring, and ensuring follow-up** on all communications to **guarantee timely action**. You are therefore required to **develop a comprehensive framework and system** that will enable your institution to:

- a) Efficiently receive all relevant communications from Ministries, Principal Secretaries, and this Office;

A handwritten signature in black ink, located in the bottom right corner of the page.



- b) Take prompt action on the communications within the stipulated timelines and deadlines; and
- c) Establish clear mechanisms for follow-up and confirmation of compliance.

Board Dysfunction and Overreach

26. Many boards are failing to operate within their prescribed roles. Alternates attend board meetings without articulating substantive ministry/State Department positions, leading to weak or misaligned policy guidance.

27. Worse still, some board members have taken to directly instructing staff or interfering with day-to-day management, which is a direct violation of the **Mwongozo Code,** which emphasizes **clear separation between governance and management roles.**



28. Some institutions are grinding to a halt when board members issue conflicting directives to senior staff, triggering stalled operations, regulatory censure, and even high-level resignations. **Without clear boundaries, CEOs and their teams are left navigating mixed messages** that undermine confidence and slow critical decision-making.

29. We must have robust governance framework within our State Corporations with a **well-defined separation of powers and clearly articulated roles** eliminates these overlaps.





30. When every actor understands their mandate, the board sets strategy and oversight, while management executes with a unified direction, we will not see infractions in our entities. Proper protocols ensure that questions and concerns **follow established channels rather than ad hoc interventions.**

31. I urge every CEO to furnish the board with complete, accurate, and timely information. Never withhold information that could influence a decision. Give the board members the full picture to safeguard transparency and accountability ensuring smooth operations.

A handwritten signature in black ink, appearing to be a stylized 'A' or 'B' with a cross through it.



32. You must proactively share full reports, risk assessments, and operational summaries to empower board members to **deliberate effectively and ensure that they refrain** from bypassing governance structures to look for that information in their singular role of ensuring oversight in our institutions.

Sabotage of Audit and Oversight Functions

33. The **weakening or outright sabotage** of **internal audit and oversight structures** is another major infraction that we must see lawful consequences. In some institutions:

- i. The internal audit function is still **deliberately positioned to fail — stripped of authority, denied access, and deprived of independence.** Under-resourced, underpowered, and under-recognized

A handwritten signature in dark ink, possibly reading "JD" or similar, located at the bottom right of the page.



reflecting a systemic design flaw that undermines accountability from the very beginning.

- ii. **Internal Audit Committees are side-lined** or under-resourced;
- iii. **Audit reports are ignored**, never tabled to the board or acted upon;
- iv. **Risk registers and mitigation frameworks** are either outdated or non-existent.

Ladies and Gentlemen,

34. The above infractions clearly points to either abdication of responsibility; weak or passive HR structures; and reluctance or fear to **enforce lawful disciplinary action.**

A handwritten signature in black ink, appearing to be 'S. S. S.' or similar, located at the bottom right of the page.



35. Let us be clear: we must restore structured, predictable, lawful and professional, mechanisms for handling misconduct and grievances. No officer should leapfrog internal processes because systems are dysfunctional or leadership is hesitant.

Strengthening the HR and Supervisory Function

36. The HR function is the backbone of a disciplined public service. Yet, in many institutions, HR has become administrative and reactive, rather than strategic, preventive and corrective.





37. We require HR Units that:

- **Escalate** issues promptly;
- **Guide** disciplinary processes confidently;
- **Protect** due process and fairness;
- **Support** supervisors in taking action; and
- **Keep** proper records and returns.

38. I urge you to **empower HR Directors and institutionalise HR professionalism.** Without strong HR, discipline collapses and impunity thrives.

A handwritten signature in black ink, consisting of a stylized 'A' or 'K' shape with a circle around it.



Prompt Corrective Action and Immediate Administration of Lawful and Proportionate Consequences

39. The message here is straightforward: there must be consequences for infractions within our institutions.

40. We are moving from sensitisation to real enforcement; from reminders to action; from tolerance to timely corrective measures; and we must act promptly, not months later when damage is irreversible and the public has already suffered the consequences.

41. Our posture is fairness, not witch-hunt. Proportionate consequences, not punishment for its own sake. Consistency, not selective application.





42. If we do not act, we normalise indiscipline. If we delay, we reward impunity. If we stay silent, we send the wrong signal to those who serve diligently.

The Moment for Delivery Has Come

Ladies and Gentlemen,

43. Kenyans are not waiting for frameworks. They are waiting for results.

We have the policies.

We have the tools.

We have communicated expectations.

Now we must implement.





Governance without enforcement is a paper promise.

44. Let us all remember that you are the custodians of discipline in your respective State Departments. **E**very lapse, every delay, every instance of tolerated misconduct reflects directly on your leadership.

45. Let us therefore **move decisively, lawfully, and consistently.**

46. **W**e are here for a short season. **W**hat we do now defines our legacy.





47. Let us lead firmly, fairly, and courageously. The time for consequences has come. Let us execute with integrity, urgency, and resolve because when governance works—Kenya works.

Thank you and God Bless You.

000000-----000000-----000000-----000000

