

LEGAL NOTICE NO. 88

THE STATE CORPORATIONS ACT

(Cap. 446)

THE RAILWAY CITY DEVELOPMENT AUTHORITY ORDER,
2020

ARRANGEMENT OF PARAGRAPHS

Paragraph

PART I—PRELIMINARY

- 1—Citation
- 2—Interpretation
- 3—Application
- 4—Purpose and object of the Authority

PART II—ESTABLISHMENT OF THE AUTHORITY

- 5—Establishment of the Authority
- 6—Headquarters of the Authority
- 7—Board of the Authority
- 8—Qualification of Chairperson and members
- 9—Vacancy
- 10—Removal from office
- 11—Tenure
- 12—Powers of the Board
- 13—Functions of the Board
- 14—Meetings of the Board
- 15—Chief Executive Officer
- 16—Qualifications of the Chief Executive Officer
- 17—Functions of the Chief Executive Officer
- 18—Corporation Secretary
- 19—Functions of the Corporation Secretary
- 20—Qualifications of the Corporation Secretary
- 21—Staff of the Authority

22—Committees

23—Delegation

24—Common seal

25—Personal liability

26—Fees and charges

PART III—FINANCIAL PROVISIONS

27—Funds of the Authority

28—Financial year

29—Annual estimates

30—Accounts and audit

31—Investment of funds

THE STATE CORPORATIONS ACT

(Cap. 446)

IN EXERCISE of the powers conferred by section 3 (1) of the State Corporations Act, I, Uhuru Kenyatta, President and Commander-in-chief of the Kenya Defence Forces, make the following Order—

THE RAILWAY CITY DEVELOPMENT AUTHORITY ORDER,
2020

PART I—PRELIMINARY

1. This Order may be cited as the Railway City Development Authority Order, 2020. Citation.

2. In this Order unless the context otherwise requires— Interpretation.

“Area” means all the land measuring one hundred and seventy-two hectares consisting of the Nairobi Central Railway Station and the surrounding land;

“Authority” means the Railway City Development Authority established under paragraph 5 (1);

“Board” means the Railway City Development Authority Board established under paragraph 7;

“Chief Executive Officer” means the Chief Executive Officer appointed under paragraph 15 (1);

“Corporation Secretary” means the Corporation Secretary to the Board appointed under paragraph 19; and

“Minister” means the Cabinet Secretary for the time being responsible for matters relating to urban development.

3. This Order shall apply to the Area. Application.

4. The purpose and object of the Authority shall be to— Purpose and object of the Authority.

(a) co-ordinate the development and re-development of the Area in accordance with an approved master plan and any other statutory planning documents; and

(b) co-ordinate investment in the development and re-development of the Area.

PART II—ESTABLISHMENT OF THE AUTHORITY

5. (1) There shall be established an authority to be known as the Railway City Development Authority. Establishment of Authority.

(2) The Authority shall be a body corporate with perpetual succession and a common seal and shall, in its corporate name, be capable of—

- (a) suing and being sued;
- (b) taking, purchasing or otherwise acquiring, holding, charging or disposing of movable and immovable property;
- (c) borrowing or lending money;
- (d) entering into contracts; and
- (e) doing or performing such other things or acts necessary for the proper performance of the functions of the Authority under the Order and which may lawfully be done or performed by a body corporate.

6. The headquarters of the Authority shall be in Nairobi but it may establish such other offices under its authority in any location as may be necessary for the performance of its functions.

Headquarters of Authority.

7. The Authority shall be managed by a Board comprising of—

Board of Authority.

- (a) a non-executive chairperson appointed by the President by notice in the *Gazette*;
- (b) the Principal Secretary to the National Treasury or a representative designated in writing by the Principal Secretary;
- (c) the Principal Secretary in the Ministry responsible for matters relating to urban development or a representative designated in writing by the Principal Secretary;
- (d) the Attorney-General or a representative designated in writing by the Attorney-General;
- (e) the chairperson of the Board of Directors of the Nairobi Area Metropolitan Authority;
- (f) four other members not being employees of the Authority or public officers, appointed by the Minister by notice in the *Gazette*; and
- (g) the Chief Executive Officer who shall be an *ex officio* member without the right to vote at the meetings of the Board.

8. A person shall be qualified to be appointed as the chairperson or a member of the Board under paragraph 7 (a) or (f) respectively if that person—

Qualifications of chairperson and members.

- (a) is a Kenyan citizen;
- (b) has at least ten years' relevant professional and academic experience;
- (c) is not an undischarged bankrupt;
- (d) is not a member of the governing organ of a political party;
- (e) is not a member of Parliament or a county assembly;
- (f) does not hold a public office;
- (g) has not been convicted of an offence for which the penalty is a term of imprisonment of at least six months; and
- (h) satisfies the requirements of Chapter Six of the Constitution.

9. The office of chairperson or member of the Board appointed under paragraph 7 (a) or (f) shall fall vacant if the holder of that office— Vacancy.

- (a) dies
- (b) resigns from office in writing;
- (c) is absent without reasonable excuse from three consecutive meetings of the Board; or
- (d) is otherwise removed from office in accordance with this Order or any other written law.

10. (1) The chairperson or member of the Board appointed under paragraph 7 (a) of (h) may be removed from office— Removal from office.

- (a) if he or she is convicted of an offence for which the penalty is imprisonment for a term of at least six months;
- (b) if he or she is found to have contravened any provision of the Constitution;
- (c) for gross misconduct;
- (d) is unable to perform the functions of the office due to incapacity occasioned by prolonged illness;
- (e) is adjudged bankrupt by a court of competent jurisdiction; or
- (f) is otherwise unwilling or unable to perform the functions of the office.

(2) Before the chairperson or member appointed under paragraph 6 (h) is removed from office, he or she shall be given a reasonable

opportunity to make representations, adduce evidence and call witnesses against the decision to remove him or her from office.

11. The chairperson and members of the Board appointed under paragraph 7 (a) and (f) shall serve for a term of three years and shall be eligible for appointment for one further term. Tenure.

12. The Board shall have all the powers necessary to manage and administer the Authority and in particular, but without prejudice to the generality of the foregoing, the Board shall have power to— Powers of the Board.

- (a) open a bank account in a bank licensed by the Central Bank of Kenya for the funds of the Authority;
- (b) enter into association with such other persons, bodies or organisations as may be appropriate in furtherance of the objects and purposes for which the Authority has been established; and
- (c) in consultation with the relevant ministries, departments and agencies, carry out any other activity that shall promote and facilitate the realisation of the objects and purposes for which the Authority is established.

13. The Board shall— Functions of the Board.

- (a) consider and approve the annual estimates of the Authority;
- (b) oversee the development and management of the Area including the development and management of integrated infrastructure;
- (c) consider and approve the annual reports of the Authority;
- (d) establish a system for receiving and reviewing development applications before the applications are submitted to the Minister responsible for matters relating to physical planning for approval;
- (e) liaise with relevant ministries, departments and agencies to ensure effective regulation of building works and development activities within the Area;
- (f) establish a system for monitoring and evaluating the performance of projects within the Area;
- (g) liaise with the private sector and relevant ministries, departments and agencies in the development of the Area for the purposes of maximising resource utilisation;
- (h) initiate studies and surveys of the Area as may be necessary for the purpose of improving the performance of projects undertaken in the Area; and

- (i) perform any other functions as may be required to achieve the objects and purpose for which the Authority has been established.

14. (1) The quorum for the meetings of the Board shall be two-thirds of the members.

Meetings of the Board.

(2) The Board may co-opt, for such period as it may deem fit, not more than three persons whose assistance or advice it may require, but the persons so co-opted shall not be considered as members for the purpose of forming a quorum and shall not be entitled to vote at any meeting of the Board.

(3) The decisions of the Board shall be by a simple majority of the members present and voting but the chairperson or the person acting as the chairperson shall have a deciding vote in the case of a tied vote.

(4) Subject to this Order, the Board may regulate its own proceedings.

15. (1) There shall be a Chief Executive Officer of the Authority appointed by the Minister in consultation with the Board.

Chief Executive Officer.

(2) The Chief Executive Officer shall hold office on such terms as the Board may determine with the advice of the Salaries and Remuneration Commission.

16. A person shall be qualified to be appointed as the Chief Executive Officer if that person—

Qualifications of the Chief Executive Officer.

- (a) is a Kenyan citizen;
- (b) has at least ten years' relevant academic, professional and managerial experience;
- (c) is not a member of Parliament or a county assembly;
- (d) is not a member of the governing body of a political party; and
- (e) satisfies the requirements of Chapter Six of the Constitution.

17. The Chief Executive Officer shall, on such general or particular directions of the Board—

Functions of the Chief Executive Officer.

- (a) oversee and co-ordinate the development, review and maintenance of a development plan for the Area;
- (b) receive and review applications with respect to proposed projects in the Area and recommend the same for approval by the Minister responsible for matters relating to physical planning;

- (c) co-ordinate studies within the Area to ensure that human, land, energy, water and other resources are utilised to the best advantage;
- (d) monitor the design and execution of approved projects within the Area;
- (e) be responsible for monitoring and evaluating the performance of projects within the Area in order to improve performance, establish responsibility and improve planning;
- (f) oversee the construction of any works necessary for the protection and preservation of natural resources within the Area;
- (g) liaise with ministries, departments and agencies, the County Government of Nairobi City and the private sector in matters relating to the development of the Area in order to maximise resource utilisation and benefits;
- (h) promote and mobilise investment in development projects in the Area;
- (i) oversee the management of public spaces and public facilities within the Area;
- (j) ensure the preservation of heritage and historical sites in the Area in consultation and collaboration with the National Museums of Kenya; and
- (k) perform any other function as may be required by the Board for the purpose of achieving the objects for which the Authority is established.

18. (1) There shall be a Corporation Secretary who shall be appointed by the Board in consultation with the Minister.

Corporation Secretary.

(2) The Corporation Secretary shall hold office on such terms as the Board may determine with the advice of the Salaries and Remuneration Commission.

19. The Corporation Secretary shall—

Functions of the Corporation Secretary.

- (a) in consultation with the chairperson of the Board, issue notices for the meetings of the Board;
- (b) keep in custody the records of the deliberations, decisions and resolutions of the Board;
- (c) transmit the decisions and resolutions of the Board to the Chief Executive Officer for execution, implementation or other relevant action; and

- (d) perform such other functions as are necessary for the purposes for which the Board was established.

20. A person shall be qualified to be appointed as the Corporation Secretary if that person—

Qualifications of the Corporation Secretary.

- (a) possesses the qualifications of a member in good standing of the Institute of Certified Public Secretaries of Kenya;
- (b) has at least ten years' professional experience;
- (c) is not a member of the governing body of a political party;
- (d) is not a member of Parliament or any county assembly; and
- (e) satisfies the requirements of Chapter Six of the Constitution.

21. The Board may appoint other officers and staff for the Authority as may be necessary to achieve the objects and purposes for which the Authority is established upon such terms as may be determined by the Board on the advice of the Salaries and Remuneration Commission.

Staff of the Authority.

22. The Board may establish such committees comprising members of the Board for the purposes of performing any function of the Board or for some such similar purpose.

Committees.

23. The Board may delegate the exercise of any of its powers or the performance of any of its functions to any of its committees or the Chief Executive Officer.

Delegation.

24. (1) The common seal of the Board shall be authenticated by the signature of the Chairperson and the Chief Executive Officer, or by either the Chairperson or the Chief Executive Officer, together with one member other than an *ex officio* member of the Board authorised in writing by the Board in that behalf

Common seal.

(2) Any document, other than a document which is required by any law to be under seal, made and any decision of the Board, may be signified under the hand of the Chairperson, or the Chief Executive Officer or any other member of the Board or any other person authorised in writing by the Board in that behalf.

25. (1) A Board member or any other member or officer, employee or servant of the Authority shall not be personally liable for an act which is done or purported to be done in good faith by such person in the exercise of any power or performance of any function under this Order.

Personal liability.

(2) Notwithstanding subparagraph (1), nothing in this Order shall relieve the Board of the liability to pay compensation or damages to

any person for an injury to him or her, his or her property or any of his or her interests caused by the exercise of the powers conferred on the Board by this Order or by any other written law or by the failure, whether wholly or partially, of any works.

26. The Board may impose fees or charges on any person undertaking any development in the Area. Fees and charges.

PART III—FINANCIAL PROVISIONS

27. The funds of the Authority shall consist of— Funds of the Authority.

- (a) such moneys as may be provided allocated by Parliament for the purposes of the Authority;
- (b) such moneys or assets as may accrue or vest in the Authority in the course of the exercise of its powers or performance of its functions;
- (c) such moneys as may be payable to the Authority under this Order or any other written law; and
- (d) all monies from any other source pursuant to any gift or trust, or lent to the Authority.

28. The financial year of the Authority shall be the period of twelve months ending on the thirtieth June in each year. Financial year.

29. (1) The estimates of revenue and expenditure of the Authority should be submitted to the National Treasury on or before 31st January each year for the succeeding year for consideration and approval. Annual estimates.

(2) The annual estimates shall make provision for all estimated expenditure of the Authority for the financial year concerned, and in particular shall provide for—

- (a) the payment of the salaries, allowances and other charges in respect of the members of the Board and the staff of the Authority;
- (b) the payment of pensions, gratuities and other charges in respect of retirement benefits to staff of the Authority;
- (c) the proper maintenance of the buildings and ground of the Authority;
- (d) the proper maintenance of the public spaces and public facilities of the Area;
- (e) the proper maintenance, repair and replacement of the equipment and other movable property of the Authority; and

- (f) the creation of such reserve funds to meet future or contingent liabilities in respect of retirement benefits, insurance or replacement of buildings or equipment or in respect of such other matters as the Board may consider necessary.

(3) The annual estimates shall be submitted to the Board for approval before the commencement of the financial year to which they relate:

Provided that once approved, the sum provided in the estimates shall not be increased without the prior consent of the Board.

(4) No expenditure shall be incurred for the purposes of the Authority except in accordance with the annual estimates approved under subparagraph (3) or in pursuance of an authorization by the Board.

30. (1) The Board shall cause to be kept all proper books and records of accounts of the income, expenditure, assets and liabilities of the Authority.

Accounts and
audit.

(2) Within a period of three months after the end of each financial year, the Board shall submit to the Auditor-General the accounts of the Authority together with—

- (a) a statement of income and expenditure during that year; and
(b) a statement of the assets and liabilities of the Authority on the last day of the financial year.

(3) The accounts of the Authority shall be audited in accordance with the Public Audit Act, 2015.

No. 34 of 2015.

(4) The Auditor General shall submit the audited financial statement to Parliament with a copy to the National Treasury and the Controller of Budget.

31. (1) The Board may invest any of the funds of the Authority which are not immediately required for its purposes in such securities as the Cabinet Secretary responsible for matters relating to finance may approve.

Investment of
funds.

(2) The Board may place on deposit with such bank or banks licensed by the Central Bank of Kenya as shall be approved by the Cabinet Secretary responsible for matters relating to finance any money not immediately required for the purposes of the Authority.

Made on the 13th May, 2020.

UHURU KENYATTA,
President.