

MANAGER, SUBSIDIARY GOVERNANCE – CONTRACT POSITION

BMO Financial Group has a minimum one year contract position available in their Subsidiary Governance Office in Toronto due to an existing team member being seconded to our team in Chicago.

RESPONSIBILITIES

- Support the Corporate Secretary for BMO Financial Group's Merchant Banking, OSFI and IIROC regulated entities and corporate transactions
- Arrange for board, committee and shareholder meetings, including preparation of notices, agendas, meeting materials and attending the meetings and taking minutes
- Maintain all corporate records including, but not limited to, constating documents, regulatory filings, minutes and resolutions, share administration, and provide input to proxy and management information circulars
- Ensure compliance with relevant statutory requirements and provide input on corporate governance
- Facilitate special projects in response to line of business initiatives
- Perform a variety of skilled administrative duties and specialized legal procedures with minimal supervision
- Assist with legal services training for law clerks and provide technical guidance to lawyers
- Coordinate, develop and implement standardized precedent system
- Ability to manage corporate transactions

KNOWLEDGE AND SKILLS

a) Knowledge:

- An intermediate to senior Corporate Law Clerk with a minimum of 6 to 8 years related, progressive experience within a law firm, financial institution or company listed on a major stock exchange
- College Law Clerk Certificate, and eligible for membership with the Canadian Society of Corporate Secretaries and the Institute of Law Clerks of Ontario
- Advanced knowledge regarding laws such as the *Canada Business Corporations Act*, *Business Corporations Act* (Ontario), *Business Names Act*, *Corporations Information Act*, *Limited Partnerships Act*, and the OSFI Corporate Governance Guidelines as well as related legal terminology and procedures involved in preparing a variety of legal documents regarding incorporation and organization, amendments, amalgamations, continuances, dissolutions, and extra-provincial registrations
- In-depth experience with legal procedures, and precedents related to acquisitions, takeovers, reorganizations, joint ventures, public offerings, corporate registrations, etc. within a law firm, financial institution, or a company listed on a major stock exchange
- Thorough understanding of the roles and fiduciary duties of directors and officers
- Significant experience conducting detailed due diligence review of corporate records and developing and implementing ratification plans
- Advanced English vocabulary, spelling and grammar
- Exposure/experience with a corporate database
- Experience developing and implementing a Subsidiary Governance framework will be an asset

b) Skills:

- Proficiency with MS Word, Excel, Internet and other relevant software programs
- Verbal and written communication with ability to communicate clearly, including dealing directly with administrative support staff and senior officers and directors
- Strong drafting skills for the preparation of minutes, corporate resolutions, amalgamations, dissolutions and other non standard board materials, and all forms of business communications
- Relationship building skills
- Minute taking and related skills in acting as recording secretary in meetings
- Delegation, coaching and mentoring skills
- Planning and organizing skills and ability to manage multiple priorities
- Sound judgement, analytical thinking, and problem solving skills with ability to assess situations, interpret and apply legislation, and adopt an effective course of action
- Accuracy, attention to detail, proof-reading and editing skills
- Handles confidential material and exercises discretion when dealing with sensitive matters
- Flexibility to work extra hours when required

At our company, we have been helping our customers and communities for over 195 years. Working with us means being part of a team of talented and passionate individuals with a shared focus on working together to deliver great customer experiences. We stand behind your success with the support you need to turn your potential into performance.

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https://bmo.taleo.net/careersection/external_jobdescription/jobdetail.ft!?job=1400013833

BMO Financial Group is committed to an inclusive, equitable and accessible workplace. By embracing diversity, we gain strength through our people and our perspectives.