

GENERATE A Future of Possibilities

As one of North America's leading electricity producers, **Ontario Power Generation** offers challenging opportunities and career diversity in a work environment where safety is a fundamental value - and where you can realize your personal and professional goals.

JOB TITLE:	Governance & Subsidiaries – Senior Law Clerk
LOCATION:	Toronto, Ontario (Downtown)
STATUS:	Regular Full-Time
EDUCATION LEVEL:	University Degree or College Diploma
SHIFT(S):	Days
TRAVEL:	Minimal
DEADLINE TO APPLY:	April 27, 2014

JOB OVERVIEW

Ontario Power Generation (OPG) is looking for a results driven, organized, administrative professional to join our team in the role of **Governance & Subsidiaries - Senior Law Clerk**.

Reporting to the Assistant Board Secretary, the **Governance & Subsidiaries - Senior Law Clerk** is responsible for the administration of OPG's subsidiary and corporate governance program. This role is integral in providing support to the OPG Board of Directors – managing board meetings, agendas and minutes, and ensuring the proper execution of the annual board processes. This is a unique role that works closely with OPG's Board, Executive and Legal teams, and ensures that OPG and subsidiaries' work within the proper governance structure.

This is an excellent opportunity for an experienced law clerk who has worked in an executive administrative capacity to move into a role where they will gain a broader corporate perspective by supporting OPG's Board of Directors, subsidiaries and senior executives in a highly regulated organization.

This is an exciting opportunity to work in an environment where you will contribute to Ontario Power Generation's continued growth and success in being Ontario's low cost electricity generator of choice.

Subsidiary Governance

The Governance and Subsidiaries - Senior Law Clerk is a member of a dynamic team responsible for OPG's subsidiary governance program and is responsible for the administration of the program, including:

- Program coordination with primary responsibility for maintaining and administering the subsidiary governance database.
- Primary liaison for subsidiary governance matters.
- Establishing, maintaining and monitoring compliance with parent company policies and procedures for subsidiary governance, including maintenance of subsidiary records.

- Maintaining corporate structure charts.
- Responsible for producing subsidiary governance reports and developing self-help tools.
- Monitoring best practices in subsidiary governance and making recommendations for procedural improvements.

Corporate Governance

The Governance and Subsidiaries - Senior Law Clerk assists with corporate governance and regulatory matters for OPG, including:

- Research and benchmarking of corporate governance practices and drafting quarterly governance trends report.
- Preparing drafts of governance documents.
- Preparing Director and Shareholder resolutions.
- Drafting minutes of meetings and action lists, and managing follow up with Management.
- Support the Corporate Secretary and Assistant Board Secretary with draft agendas, documentation, reports, and any follow up required for the Board and Committees.
- Providing support for the Governance and Nominating, Compensation, and Human Resources Committees, including labour relations matters such as negotiating strategies for Union Collective Agreements and interfacing with external advisors retained by OPG, as necessary, in support of analyses of compensation and benefits for represented staff.
- Attending Board and Committee meetings as required.
- Manage Board evaluations through the electronic Board portal and tabulate and report results.
- Preparing and managing the annual Board and Committee meeting schedule.
- Maintaining OPG Governance Handbook and orientation material for new Board members.
- Maintaining corporate governance documents posted on OPG's web site including Board policies, Board and Committee Charters, Director biographies.

Regulatory Filings

Reviewing and commenting on OPG's Annual Information Form, Statement of executive Compensation and Management Discussion and Analysis portion of OPG's financial statements.

- Arranging annual and quarterly filings on SEDAR through OPG's external counsel, including annual SEDAR fees.
- Other SEDAR filings as necessary, e.g. OPG Code of Conduct updates.

Education Requirements

- University Degree or College Diploma
- Completion of a post-secondary law clerk program or ILCO certification.

Qualifications

We are looking for a seasoned administrative and management professional with deep experience as a Law Clerk and who demonstrates a solid understanding of corporate secretarial and corporate governance practices. The successful candidate must possess:

- 8 - 10 years of law clerk experience - corporate preferred.
- Corporate governance experience is an asset.
- Extensive experience supporting and working with senior executives. Board experience is preferred.
- Outstanding interpersonal skills with the ability to establish excellent working relationships with internal and external stakeholders, in various functions and at all levels.
- Proven ability to work in a complex, regulated corporate environment.

- Ability to work in an administrative capacity while taking a consultative and management approach.
- Strong communication (oral and written) skills.
- Superior writing skills including the ability to compile information from minutes, files or verbal direction in order to draft documentation.
- A results-driven, detail oriented focus is essential, as is the ability to work in a fast-paced changing environment and effectively manage several projects simultaneously.
- Advanced computer skills (Word, Excel, Access, PowerPoint), experience using Board portal technology is an asset.
- Solid understanding of database management and tools.
- Demonstrated problem solving skills with strong organization and time management skills.
- Sound professional judgment
- Confidence
- Summation and document management experience.

The successful candidate will exhibit uncompromising integrity and commitment to upholding corporate values, and the OPG Code of Business Conduct.

Why OPG?

As one of the largest electricity generators in North America, Ontario Power Generation (OPG) offers an exciting combination of challenging opportunities and career diversity in a work environment where safety is a fundamental value and where you can realize your long-term personal and professional goals. Being an OPG employee means you can apply your knowledge, broaden your skills and make a valuable contribution to an organization that is vital to Ontario's success. We provide the necessary training – from safety practices to specific job requirements – to enhance your skills and expertise and lay the foundation for a successful career at OPG.

At OPG our values are our strengths. They are fundamental truths about our organization that don't change. **Safety. Integrity. Excellence. People and Citizenship.**

Here's why OPG might just be the ideal workplace for you:

- Exceptional range of opportunities province-wide
- Long-term career growth and development opportunities
- Electricity is vital to the province

If you are looking to learn from others and be part of something important, and you are excited about the future of power generation, you will find the right fit at OPG.

WORKING ENVIRONMENT

We offer an environment that will support you in reaching your potential. OPG supports the principles and practices of diversity.

APPLICATION PROCESS

Please submit your application **online** at www.mypowercareer.com by **Sunday, April 27, 2014**. OPG thanks all those who apply; however, only candidates considered for an interview will be contacted.