

Together Great-West Life, London Life and Canada Life serve the financial security needs of 12 million people across Canada, with additional operations in Europe and the United States. As members of the Power Financial Corporation group of companies, we're one of Canada's leading insurers with interests in life insurance, health insurance, investment and retirement savings. We offer a broad portfolio of financial and benefit plan solutions for individuals, families, businesses and organizations.

We offer a challenging, team-oriented work environment, competitive income and benefits, and opportunities for professional and personal growth.

We are seeking an experienced Lawyer/ Governance professional to join our Leadership Team

Assistant Vice-President, Corporate Governance (Located in Winnipeg)

A senior corporate officer with wide-ranging responsibilities, the incumbent will serve as a focal point for communication with and between the board of directors, senior management, regulators, shareholders and policyholders. You will have a key role in maintaining and updating the Corporation's board governance framework and monitoring compliance with the framework. The incumbent will be responsible for the Corporation's board governance processes, adhering to ethical standards, sound practices and relevant laws to protect shareholders and policyholders' interests. You will be expected to develop a deep understanding of the organization's Board structure and internal business units at a strategic and operational level and provide strategic advice and actions to support the Corporation achieving its goals. You will also be expected to build strong relationships with the senior business leaders and board members to ensure they have the proper advice and resources for discharging their fiduciary duties to shareholders and policyholders.

Reporting to the Vice-President & Corporate Secretary, the Assistant Vice-President, Corporate Governance is responsible for:

- Providing advice on corporate governance matters affecting federally regulated financial institutions and publicly-traded corporations;
- Maintaining and updating the Corporation's board governance framework and monitoring compliance with the framework;
- Harmonizing the board governance framework across the Lifeco group of companies;
- Setting board governance priorities and managing governance processes, including a wide variety of activities and events and tracking progress toward defined outcomes;
- Reviewing all regulatory developments affecting the Corporation's board governance framework and ensuring senior management and Directors are properly informed of all key governance initiatives;
- Assessing and managing compliance obligations in the board governance domain;
- Advising the Board on proposals or matters of governance that may be raised at the Annual Meeting of Shareholders and Policyholders, particularly related to the re-election of directors;
- Reviewing all corporate governance disclosure as defined in National Policy 58-201 and in 58-101FI;
- Facilitating Board Continuing Education and Professional Development;
- Working closely with senior management and in-house counsel, ensure that the Board discharges its duties related to major corporate actions such as share issuances and mergers, acquisitions or dispositions of corporate assets;
- Liaising with Board, Committee Chairpersons and regulators on current and emerging corporate governance matters;
- Maintaining the Corporation's Responsible Persons Policy;
- Maintaining the Corporation's Insider Trading and Reporting Policy;
- Assisting with the maintenance of Board and Committee Charters and Position Descriptions; and
- Benchmarking and measuring governance practices and the Board's overall performance towards good Governance relative to peers.

The successful candidate will have:

- Legal Degree (LL.B./J.D. designation) or relevant University degree specializing in Business, Economics, Policy or Corporate Governance
- At least 5 years relevant experience, preferably in a law firm, corporate secretarial department or public company
- Excellent communication and interpersonal skills
- Ability to mediate and assist in achieving consensus
- Strong analytical and problem solving skills – attention to detail is critical
- Strong management and organizational skills
- Diplomatic, discrete and sense for integrity and confidentiality

Qualified candidates should apply by **March 31, 2015** to Karen McNeil Murdoch, AVP Talent Acquisition & Development at karen.mcneil-murdoch@gw1.ca