

Title: Corporate Secretarial / Corporate Law Clerk

Company: RSA Canada

Location: Toronto, Ontario

Application deadline: 06/04/2015

To apply for the role, please visit:

<http://rsa.njoyn.com/CL2/xweb/XWeb.asp?tbtoken=YVtYRh5aQVU4FnV3MiFcFSFUBBZfAUxYAVckTioFfWRFLTAdXUsYcBBxcDVTGVtQTnBjUTpQ&chk=dFlbQBJQ&Page=JobDetails&JobId=J0315-0350&BRID=95202>

Keeping You Moving

RSA is one of the world's leading multinational insurance groups with over 300 years of experience and over 20 million customers worldwide. Our people are committed to building a dynamic internal culture where our people love what they do and feel motivated to keep things moving – for customers, for their colleagues and as part of their own growth and development. In RSA, employing positive people is how we achieve success. You will be working in an environment that encourages you to do great work and you constantly will be faced with fresh challenges that have a direct impact on our business. We believe your personality and passion will keep RSA and our business moving forward. At RSA we have a culture that supports and rewards high performance with a competitive reward policy for top performers. Our rewards package includes competitive compensation, work / life balance, opportunities to learn and the chance to make a difference working for a worldwide industry leader.

Position Overview

This position is responsible for providing comprehensive support, with a high degree of confidentiality, discretion and judgment, to the Corporate Secretarial Team and the Legal and Compliance Department generally, and to liaise with the Chair of the Board, the Board of Directors and its Committees. This position reports to the Assistant Corporate Secretary.

You will be responsible for the co-ordination of and preparation for Board and Committee meetings, management of corporate records and maintaining regulatory filings and licences to ensure compliance with laws. Providing support in document drafting and organizing corporate transactions.

Who you are

Your enthusiasm is infectious. You challenge the status quo. You find solutions to problems. You go the extra mile to exceed customers' expectations. You get things done the right way. You represent our brand with passion and pride. You are a team player. You have fun and you make work fun for those working around you.

What you will achieve in this role

- Co-ordinate with the Corporate Secretary and Assistant Corporate Secretary for overall management of the Board and Committee meeting process and materials, which includes:
 - o Managing the preparation of: initial drafts of the Board and Committee Agendas; materials that are the responsibility of the Corporate Secretary; to ensure that all items and legal requirements have been updated and complied with; and to ensure that all Terms of Reference items have been dealt with.
 - o Manage and maintain a tickler system of documents that are required to come before the Board or a Committee and ensure that legal and regulatory deadlines and time requirements are adhered to.
 - o Manage and co-ordinate the preparation and distribution of materials for all Board and Committee meetings, including the timely collection, printing, and uploading to BoardLink of all materials.
 - o Assist the Corporate Secretary and Assistant Corporate Secretary with the preparation of the draft of minutes for Board and Committee meetings.
 - o Assist with the preparation and maintenance of materials for new directors, including regulatory forms for filing, and relevant policies and procedures and maintain and regularly update Directors' information both internally and with regulators.
- Provide support in respect of minute book maintenance, updating corporate information on the company's corporate database, and corporate documents in connection with corporate transactions, internal and external:
 - o Drafting resolutions.
 - o Providing technical guidance on corporate law relating to statutory process for approval of routine matters and requisite filings and documentation.
 - o Maintaining an in-depth, up to date knowledge of aspects of law so as to ensure regulated entities are up to date for corporate records and licences/filings and manage and keep up to date regulatory filings, licences and corporate records to ensure compliance with corporate laws.
 - o Assisting in the delivery of plans to promote corporate governance policies, standards and controls, that will ensure compliance with local law and regulation and encourage consistency of practices.
 - o Analysing emerging corporate governance practice.
 - o Ensuring statutory registers and corporate information is updated regularly and accurately for the Canadian operation to enable accurate and timely reporting to the regulator and Group.

What you bring to this role

- 5+ years of progressive , relevant experience as a Corporate Secretarial Professional and/or Corporate Law Clerk within a law firm, financial institution or company.
- Proficient in MS Office (Excel, Word, Powerpoint, corporate secretarial software).
- Law Clerk certification preferred.
- Experience organizing and overseeing the running of Board and Committee meetings.
- Experience conducting detailed review of corporate records.

- Demonstrates tact and professionalism and maintains confidentiality.
- Ability to work well under pressure and successfully balance multiple priorities and projects and prioritize work, while maintaining a high degree of accuracy and attention to detail.
- Self-starter, highly organized, strong time management.
- Comprehensive/developing knowledge of:
 - o Applicable statutes (OBCA, CBCA, Insurance Companies Act) and business name and registration processes and statutes;
 - o Corporate Secretarial and Licensing requirements;
 - o Maintenance of corporate records including minute books and regulatory filings; and
 - o Drafting resolutions.