



Corporate Governance & Compliance Officer

LOCATION: Winnipeg or Altona MB (Hybrid)

SCHEDULE: Full-time

REPORTS TO: President & CEO

DIRECT REPORTS: N/A

COMPANY PROFILE:

Red River Mutual is a progressive insurance company with a focus on our customers and employees. We believe everyone has a right to feel safe and protected, and to know that someone is looking out for them. We treat our employees like family members – we'll be honest with them, support them, offer a listening ear, admit when we're wrong and be a positive force in their lives and in our communities.

PURPOSE OF POSITION:

The Corporate Governance and Compliance Officer will work with the Chief Executive Officer and other Senior Leadership team stakeholders, to provide oversight and guidance for the efficient functioning of Corporate Governance and Compliance at Red River Mutual. You will be responsible for coordinating activities related to governance at all levels, including internal operations and at the Board level. You will achieve this by ensuring the administration of strong governance practices and that the systems and processes are in place to fulfill ongoing compliance and legislation obligations.

In this role, you will bring your strong experience in managing corporate governance matters, maintaining statutory records, and facilitating compliance with relevant regulations. As an administrator with an innate attention to detail, organization, and strong communication skills you will offer an advanced level of support to the organization through your passion for governance and compliance. Development and oversight of regulation policies and best practices will support the coordination of all activities related to the governance and record management of the company and will play a crucial role in ensuring effective communication and coordination between the board of directors, senior management, and various stakeholders.

KEY RESPONSIBILITY AREAS:

Board Support:

- Coordinate Board meetings including scheduling, agenda, preparation, and distribution of materials.
- Record accurate minutes of board and committee meetings, coordinating requests and management take-aways.
- Maintain an organized and up-to-date record of board resolutions, policies, and charters.
- Oversee practices & procedures related to board governance.
- Liaise with Board and senior management as needed to keep all parties informed of relevant Board meeting details.

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Executive Administration:

- Oversight of material submission status during preparation period.
- Coordinate the planning and execution of the Annual General Meeting and related activities including ensuring all the requirements and materials needed are considered. Collaborating with all stakeholders to fulfill business needs.
- Assist management during periodic reviews including internal and regulatory compliance audits and support the implementation of any resulting governance recommendations.
- Oversight and maintenance of procedures and processes to ensure corporate insurer licensing renewal across Canada, annual returns, and filings are made in accordance with jurisdictional requirements.
- Preparing reports and presentations and finalizing briefing materials and other correspondence.
- Researching and gathering background of specific issues by reviewing program files and consulting with appropriate internal and external stakeholders.
- Develop, implement, and maintain efficient office systems for reporting & governance.

Corporate Governance & Statutory Compliance:

- Provide guidance on corporate governance best practices.
- Ensure compliance with relevant laws, regulations, and industry standards.
- Assist in the development and implementation of corporate governance policies.
- Manage and update corporate records, including articles of incorporation, bylaws, and shareholder agreements.
- File required documents with regulatory authorities and ensure timely compliance with statutory obligations.
- Coordination of Pension Committee meetings including scheduling, agenda, preparation, and distribution of materials and completion of meeting minutes.
- Oversight of Pension Committee material submission status during preparation period

Stakeholder & Risk Management:

- Facilitate communication between the board, senior management, and external stakeholders.
- Act as a liaison between the company and regulatory reporting bodies.
- Act as the complaint officer / ombudsperson for insurance complaints
- Assist in identifying and managing legal and regulatory risks and collaborate with legal counsel on corporate legal matters as needed.
- Oversee the comprehensive review of contractual agreements, ensuring compliance, mitigating risks, and proactively managing contract renewals.
- Maintain effective oversight of vendor agreements throughout their lifecycle, emphasizing compliance assurance and accurate documentation.

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QUALIFICATIONS & SKILLS:

- Bachelor's degree in Business Administration, Law, or a related field.
- A minimum of 5 years, proven experience in Corporate Governance or a similar role within a regulated industry or institution, preferably the insurance or financial industry.
- Ability to work in office 1-3 days per week, and during all in-person Board meetings or when other business needs require.
- In-depth knowledge of corporate governance principles, regulations, and best practices.
- Experience managing board & committee processes and serving with procedural practices such as Roberts Rule of Order.
- Strong organizational, time management and multitasking skills with a keen attention to detail.
- Excellent written and verbal communication and presentation skills with the ability to convey complex governance, legal and regulatory matters to diverse audiences and stakeholders in a user-friendly manner.
- High sense of discretion and a strong sense of urgency in a deadline driven environment.
- analytical skills
- Strong interpersonal skills with ability to build effective working relationships with internal and external stakeholders.
- Solution-focused, takes initiative to ensure self and team work effectively within established guidelines and timeframes.
- Creative thinker and open to challenge
- Proficient knowledge of MS Office Suite (SharePoint, Teams, Excel, Word, Outlook, PowerPoint), Diligent,