



EXCHANGE BANK™
OF CANADA

Canada's Foreign Exchange Bank

EBC JOB AD

Corporate Secretary



Exchange Bank of Canada (EBC) is a Schedule 1 bank based in Toronto, Canada.

Discover the opportunity to join an international, dynamic, and responsible bank that fosters the development of all its employees. Every day, we empower employees to achieve more. As we are a new bank in Canada, each employee is given a unique experience and great opportunities for a career growth.

As a specialist in wholesale foreign exchange services, EBC provides a wide range of foreign currency exchange and international payment services to financial institutions and corporations tailored to streamline processes and delivered with unparalleled customer service.

Our Value Statement: We help our clients identify and create foreign exchange solutions, delivering a best practices approach through unparalleled customer service and integrated technology to create significant financial and operational efficiencies.

Exchange Bank of Canada is looking for a proactive, results-driven, and organized professional with solid experience in both administrative and governance practices to the join the team as a Corporate Secretary.

Position Summary: The Corporate Secretary's responsibilities include ensuring the integrity of the governance framework, being responsible for the efficient administration of Currency Exchange International, Corp (public entity), Exchange Bank of Canada and eZforex.com, Inc (collectively, "the CXI Group"), ensuring compliance with statutory and regulatory requirements and implementing Board decisions.

Essential Functions:

- Act as primary liaison to the Board Chairs, Committee Chairs, and Senior Management regarding governance issues, meeting timelines and agenda preparation, and key communications between Senior Management and the Board to ensure transparency fulfilment of decisions and resolutions.
- Provide support for Board members, including new Board member onboarding and orientation.
- Lead and manage the annual evaluation of the Board of Directors and its Committees, manage the review process and on-going compliance with workplans.
- Oversee development of the annual calendar of quarterly Board and Committee meetings, continuing education sessions, annual Board retreat, ad hoc meetings, Annual General meeting, and other events as required.
- Attend all Board, Board Committee, shareholder and management committee meetings and overseeing the recording of minutes, highlighting deliberations, decisions, actions and directives; ensure minutes capture the essence of deliberations, decisions and next steps, and are approved and distributed in a timely manner.
- Manage and maintain (in a fully compliant manner) all corporate records (Minute Books and E-Minute Books), documents, and public filings for the CXI Group Companies.
- Keep the Board of Directors apprised of corporate governance trends and developments through the provision of briefing materials in order to assist the CXI Group of Companies in formulating and developing effective policies and making informed decisions to ensure the CXI Group of Companies operates within the confines of best practices.



Public Entity Requirements:

- Lead the preparation of the AGM of Shareholders including meeting preparation with stakeholders, filing requirements, and disclosure documentation (Circular, Proxy, Tabulations, User Guides).
- Manage applicable regulatory, material public, OSFI filings (TSX, SEDAR), insider reports and filings on SEDI, as well as Calendar Black-out notifications.
- Deal with matters related to the issue and transmission of shares including with respect to both regular and cashless exercise of stock options, preparing and filing reports and information required by regulators and other agencies and complying with regulatory requirements as needed.
- Maintain individual holdings of aggregate numbers and particulars for stock options, RSUs and DSUs
- Manage the annual process of attestations for Executive and Directors (Related parties, PEP, Director Independence, etc.)

Qualifications and Skills:

- Minimum of 5-7 years of experience in a similar role, with acquired corporate governance experience, i.e., having worked in a legal, paralegal, and/or corporate secretarial capacity.
- Public company experience preferred.
- Regulatory experience is an asset

Knowledge, Skills and Abilities:

- Strong executive presence and confidence working in a multi-disciplinary, complex environment.
- Ability to provide impartial advice, make decisions and interact with stakeholders with tact, judgment, discretion and confidence.
- Strong business acumen and ability to quickly analyze complex situations, determine key issues, and prepare and implement clearly defined solutions.
- Excellent oral and written communication skills with the ability to convert complexity to actionable results in a clear and succinct manner.
- Ability to work efficiently and effectively to meet challenging deadlines.
- Exceptional organizational skills with a strong attention to detail.
- Proficiency using Microsoft software products and experience with Diligent board portal a plus.
- Highest standards of personal integrity.

Benefits:

- Commuter Reimbursement - EBC will pay the toll, and out of work
- Holiday Pay - Paid day off for 10 designated holidays throughout the year
- Paid Vacation Time Off
- Paid Sick/Personal Time Off
- Health/Dental/Vision Basic Life, AD/D, and Short/Long-Term Disability
- RRSP

Please send your resume to: HR@ebcfx.com

Application Deadline: March 31, 2022 by 5:00 PM EST