

## **JOB DESCRIPTION: LEGAL COUNSEL AND ASSISTANT CORPORATE SECRETARY**

The Legal Counsel and Assistant Corporate Secretary supports the Senior Vice President, Legal Affairs and Corporate Secretary primarily on Public Company, Corporate Governance and Board matters. This role is in the Bank's Legal Affairs and Corporate Secretarial Team.

### **RESPONSIBILITIES:**

- Participate in the drafting of disclosure documents, including the annual information form, proxy circular, MD&A and press releases.
- Prepare for and execute Board and committee meetings, prepare documents for internal dissemination, ensuring accuracy and integrity of meeting agendas and preparing draft resolutions and meeting minutes
- Conduct research and prepare memoranda as required to inform senior management and Board decisions.
- Draft, maintain and update corporate governance materials, including mandates, charters and policies.
- Attend all Board meetings to document and prepare meeting minutes.
- Support the Corporate Secretary in implementing decisions of the Board of Directors. Execute appropriate actions post meeting, ensuring implementation of decisions arising from meetings and managing go-forward plans.
- Liaise with stakeholders and advisors including proxy advisory firms, auditors, lawyers, tax advisors, and shareholders.
- Provide general corporate and securities law advice to the business;
- Prepare documents, templates and checklists relating to corporate secretarial matters.
- Draft and review agreements, and assist with corporate transactions, as required
- Support other members of the legal team on various files and initiatives.

### **QUALIFICATIONS:**

- Minimum requirements are a degree in law (BCL, LLB or JD) and license to practice law in Ontario or Quebec.
- 4 + years of experience in securities and corporate law gained from a major financial institution or law firm. Corporate experience at a public company is preferred.
- Familiarity with TSX requirements;
- Experience in corporate securities and public company law.
- Knowledge of banking and the regulatory environment.
- Ability to work independently, to multitask and communicate effectively with members of senior management and Board members
- Demonstrates professionalism, integrity and attention to detail
- Strong organizational, time management and analytical skills.
- French bilingualism will be considered an asset.

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