

# Corporate Paralegal

Canadian Pacific (TSX:CP)(NYSE:CP) is a transcontinental railway in Canada and the United States with direct links to eight major ports, including Vancouver and Montreal, providing North American customers a competitive rail service with access to key markets in every corner of the globe. CP is growing with its customers, offering a suite of freight transportation services, logistics solutions and supply chain expertise. Visit [cpr.ca](http://cpr.ca) to see the rail advantages of Canadian Pacific.

## **PURPOSE OF THE POSITION:**

As the Corporate Paralegal, you will be accountable to the to the Assistant Corporate Secretary, to provide paralegal, corporate secretarial and records management expertise to Canadian Pacific Railway and its subsidiary companies in Canada and the United States.

## **POSITION ACCOUNTABILITIES:**

- Manage and maintain corporate secretarial records for subsidiary companies, and ensuring accurate and timely preparation of minutes and resolutions, and other documents in keeping with legislative requirements;
- Responsible for assisting with corporate actions of the subsidiary corporations, including complex tax, corporate and real estate transactions;
- Prepare and review documents regarding corporate approvals such as incorporation and organization of new corporations, declaration of dividends, banking, share transfers, appointment of directors and officers, and the annual corporate business of the corporation's subsidiaries and communicate with management and employees regarding such approvals;
- Assist the Assistant Corporate Secretary in matters concerning corporate closings and other legal documents;
- Responsible for annual compliance notifications respecting long term debt and leases;
- Coordinate the filing of press releases and other documents with required stock exchanges and securities commissions regarding corporate news such as declaration of dividends, release of quarterly net earnings, changes in directors and officers and other significant corporate disclosures approved by the Board of Directors or Disclosure Committee;
- Draft, coordinate, assemble, check, and upload material for inclusion in folios for meetings of the boards of directors of subsidiaries of the Corporation, and act as facilitator and secretary of meetings if required;
- Arrange for publication and mail out of Director and Shareholder notices of meeting.
- Maintain record of attendance at meetings. Act as Assistant Secretary of subsidiary companies as required;
- Control, update, maintain, and circulate the corporate and minute book records for the Corporation's subsidiaries, including Corporate Secretary databases (ALF), file system, shadow minute books, and disclosure binders;
- Respond to information requests and questions on all matters dealt with by the Office of the Corporate Secretary received from management and employees of the Corporation and from outside stakeholders;
- Prepare notices and agendas for Board and Committee meetings;
- Responsible for arranging accommodations, transportation, security and meals for the Directors while meetings are ongoing;
- All other duties related to the preparation and administration of Board and Committee meetings.

## **POSITION REQUIREMENTS:**

- University degree or Paralegal diploma in corporate law;
- A minimum of level 1 Government of Alberta Cores filing certificate;
- Possess at least 3-5 years' experience as a paralegal in the area of corporation law and procedures;
- Experience in managing intercompany corporate transactions through subsidiary entities;
- Excellent administrative, analytical, research and communication skills and experience;
- Understanding of common legal documents relating to corporations, including shareholder agreements, partnership agreements, leases, share purchase agreements and joint venture agreements;
- Broad knowledge of a corporation's structure and ability to interpret regulations;
- Tact, diplomacy and good judgment are required in the handling of information of a confidential nature;
- Ability to work independently, provide leadership and work with people at all levels of management;
- Strong communication skills both verbal & written;
- Must have the ability to travel to Board Meetings.

**WHAT CP HAS TO OFFER:**

- Flexible and competitive benefits package
- Competitive company pension plan
- Employee Share Purchase Plan
- Performance Incentive Program
- Annual Fitness Subsidy

**ADDITIONAL INFORMATION:**

As an employer with national presence, the possibility does exist that the location of your position may be changed based on organizational requirements.

**Background Investigation:**

The successful candidate will need to successfully complete the following clearances:

- Criminal history check
- Reference check

**Management Conductor Program:**

Becoming a qualified conductor or locomotive engineer is the single best way for a management employee to learn the business at CP. You may be required to obtain a certification or to maintain your current certification/qualification as a conductor or locomotive engineer.

CP is an equal opportunity employer committed to the principles of employment equity and inclusion. We welcome applications from all qualified individuals. All applicant information will be managed in accordance with the federal Personal Information Protection and Electronic Documents Act ("PIPEDA").

