

Executive Vice President, Governance Advisory Group

About Kingsdale Advisors:

With offices in Toronto and New York, Kingsdale Advisors is the leading shareholder services and advisory firm, having acted on the largest and most high-profile proxy fights and transactions.

Since 2003, public companies across North America have looked to the expertise of Kingsdale Advisors to help them reach out to shareholders and secure the success of transactions or resolutions driven by shareholder votes.

Kingsdale Advisors' multidisciplinary team offers an array of specialized services focused on strategic and defensive advisory, governance advisory and proxy analytics, strategic communications, and voting analytics.

Your Role & How You Will Contribute

Based in Toronto — as a member of Kingsdale's market leading Governance Advisory team — the Executive Vice President will be reporting to the CEO of Kingsdale Advisors. This position is a client-facing role, having primary responsibility for research and analytical approach; client advisor and development related to executive compensation; and, corporate governance matters of public companies in Canada and the United States — all in the context of both uncontested and contested situations.

Key Duties and Responsibilities:

- Analyzing and recommending corporate governance best practices to clients particularly through the lenses of proxy advisors ISS and Glass Lewis;
- Preparing memoranda for management and clients recommending specific courses of action when interacting with proxy advisory firms, including advice related to M&A transactions, proxy contests, stock option plans and shareholder rights plans;
- Educating management and colleagues on topical issues, tactics, and the influence of proxy advisory firms;
- Preparing written and verbal interaction with our clients, transfer agents, ISS, Glass Lewis, Broadridge, and our internal client service team;
- Briefing senior management on the status of client files, seeking advice where required, and taking initiative to ensure exemplary client service;
- Working on a variety of client assignments including annual meetings, tender offers, proxy contests and special meetings;
- Attend client meetings where required and assisting with the operation of those meetings;
- Staying current on changes in the proxy advisor policies, industry trends and legal developments affecting the Company's business;
- Ensuring all tasks of the governance team are completed on a timely and professional manner;
- Leading and developing team members on client work;
- Writing and reviewing research reports on annual meetings with projected recommendations on proposals such as election of directors, appointment of auditors, advisory vote on executive compensation (Say on Pay), equity-based compensation plans and by-laws from the perspectives of proxy advisory firms and key institutional shareholders;
- Conducting and reviewing vulnerability analysis of both management nominees and dissident nominees for contested or potentially contested election of directors;
- Assessing client corporate social responsibility (CSR) reporting as needed;

- Forming and sustaining ongoing relationships with clients to understand their needs and provide them with advisory services and expertise on executive compensation, corporate governance, and environmental & social (E&S) trends and best practices;
- Developing industry-leading intellectual capital and knowledge database on executive compensation, corporate governance, and E&S topics;
- Analyzing public company filings on SEDAR and EDGAR;
- Reviewing and developing knowledge of the materials for each event that the department is involved in;
- Reviewing market news specific to executive compensation, corporate governance, E&S and keeping group notified of relevant updates;
- Reaching out — as necessary — to third party research contacts to obtain and procure information on executive compensation, corporate governance and E&S;
- Maintaining databases critical to the team and Company for business development;
- Identifying and recommending ways of improving efficiency, certainty, accuracy and control;
- Maximizing utility from available resources by assessing and incorporating applicability of acquired and free resources for informational, processing, operational and reporting use;
- Aiding in the development and improvement of internal and external reports;
- Preparing presentations, as required;
- Ensuring all tasks are completed on a timely and professional manner;
- Completing other duties as assigned.

Qualifications:

- Bachelor's Degree in Commerce, Business Administration, Quantitative Analytics or related discipline is required;
- 5+ years of experience in corporate governance and/or executive compensation research or a similar role is an asset;
- Experience at proxy advisory firms, compensation consultants or institutional shareholders preferred;
- Strong people management and leadership skills;
- Client facing experience is an asset;
- Working with analytical tools is an asset;
- Passion in corporate governance, executive compensation, E&S, and shareholder activism research;
- Strong written and verbal communication skills;
- Exceptional attention to details, committed to quality of deliverables;
- Demonstrated experience as team player with strong analytical and problem-solving skills;
- Ability to learn technical subject matter quickly;
- Intellectual curiosity and dedication to mastering complex concepts;
- Ability to diagnose client needs and identify relevant resources;
- High proficiency in distilling massive amounts of data;
- Proactive in seeking assistance from others when required;
- Adaptable and flexible, able to meet deadlines in a fast-paced environment;
- Solid organizational and time management skills along with the ability to resolve client issues before escalation in a professional manner;
- Reliable, responsible, and motivated individual with excellent communication and presentation skills;
- Ability to liaise with clients, colleagues, management, and senior leaders within any organization with a professional demeanor;
- Ability to prioritize, multi-task, and work independently or in a team setting;
- Organized and resourceful;
- Solid, demonstrated knowledge of Microsoft Office (Word, PowerPoint, Excel, etc.), Microsoft Outlook, Bloomberg, Disclosure Net, Thomson Reuters Eikon, Enterprise Content Management;



- Exhibiting increased proficiency in duties and expanded knowledge and application of software packages.

Equity Statement

Kingsdale Advisors is a staunch advocate for diversity in all its forms, and especially welcomes applications from members of the BIPOC (Black, Indigenous, and People of Colour) community, women, people with disabilities, the LGBTQ+ community, and those of diverse intersectional identities. Accommodations are available on request for candidates taking part in all aspects of the selection process as well as part of employment with Kingsdale Advisors. In accordance with the AODA Act, for applicants with disabilities accommodation will be provided throughout the search process.

Application Process

Kingsdale Advisors invites applications from all qualified candidates; however Canadian citizens and permanent residents will be given priority. Interested candidates should submit their resume to Urmilla Khan at ukhan@bipocsearch.com. Kingsdale is partnering with BIPOC Executive Search to ensure an applicant list that includes Black, Indigenous, and People of Colour, thereby reflecting Canada's diverse population.