

Our people are our competitive advantage.

At Butterfield, we pride ourselves on being approachable, disciplined and proactive. If you embody these qualities and have the necessary experience, you may be the one we're looking for.

Corporate Secretary Group Legal

This position reports to the General Counsel and Group Chief Legal Officer and is responsible for the legal functions focused primarily on corporate governance and the Bank's Board corporate administration functions. The incumbent will act as a key resource to Butterfield's Board of Directors and Executive Team, providing advice and counsel relating to Board responsibilities, logistics, and corporate governance and will work cross-functionally with various internal stakeholders.

Your responsibilities will include:

- providing recommendations on corporate governance best practices and executing upon these recommendations as agreed by the Executive Team and Board of Directors
- coordinating and attending Board and Committee Meetings, drafting minutes of the Special General Meeting and Annual General Meeting
- preparing proxy material, notices and agendas and liaising with the Chairman and CEO regarding the convening of Board and Committee meetings
- liaising with Directors and Officers regarding attendance at meetings
- liaising with the Chairman of Corporate Governance Committee regarding the Board's annual performance evaluation
- periodically updating Board and Committee charters and Corporate Governance Policies
- maintaining records of regulatory corporate governance compliance
- overseeing all regulatory corporate governance filings with the Registrar of Companies, BMA, BSX, SEC, and NYSE
- maintaining records of Shareholder "Insider List" for BSX and NYSE trading purposes
- updating and maintaining the Director and Officer Group Authorisation Database
- overseeing work of corporate administration of a varied portfolio of companies to ensure that they remain in compliance with local and external laws, regulations, and the Bank's internal operating policies
- providing advice on matters assigned by the General Counsel and Group Chief Legal Officer with respect to corporate and banking laws, as well as regulatory and compliance matters relating to the structure and operations of the Bank
- ensuring compliance with all corporate administration procedures and documentation

Your experience/skills may include:

- university degree and at least 10 years' proven experience as a Corporate Secretary or strong Assistant Corporate Secretary in a publicly traded company requiring compliance with SEC, NYSE, and Sarbanes-Oxley regulations, preferably in a major law firm, and in-house positions of increasing scope and responsibilities
- ACIS or ICSA accredited
- qualification as a lawyer preferred
- excellent working knowledge of Bermuda company law, BSX and NYSE listing rules and applicable SEC regulations
- experience interfacing directly with a company's Board of Directors and executive management team, as well as other external stakeholders including regulatory or governing entities
- strong organisational skills with an ability to multi task and meet tight deadlines
- proven written skills and oral communication skills (including minute taking)
- proficiency in Microsoft Office suite of applications and corporate secretarial software platforms such as Diligent Boards

CLOSING DATE: 23 March 2018

All applications should be forwarded **via e-mail** to: **resumes@butterfieldgroup.com**

ATTENTION: Human Resources

Hardcopy applications will not be accepted.

www.butterfieldgroup.com  

THE BAHAMAS | BERMUDA | CAYMAN ISLANDS | GUERNSEY | SWITZERLAND | UNITED KINGDOM

The Bank of N.T. Butterfield & Son Limited is licensed to conduct banking business by the Bermuda Monetary Authority.
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Butterfield