



IDENTIFICATION

Department	Position Title	
Justice	Manager, Corporate Registries & Securities	
Position Number	Community	Division/Region
82-2243	Yellowknife	Legal Registries

PURPOSE OF THE POSITION

The Manager, Corporate Registries & Securities is an experienced lawyer responsible for the Corporate Registries and the day-to-day operations of the Office of the Superintendent of Securities.

The Manager is a quasi-judicial official who ensures that only submissions that comply with the law are accepted for registration and that the Registry is properly administering submissions and records, whilst meeting performance indicators. For the Office of the Superintendent of Securities, the Manager is comparable to an Executive Director of a provincial securities commission responsible for the day-to-day operation of that office. In addition to managing staff and priorities within these offices, the position works with other jurisdictions to develop harmonized legislation and registration systems and implements changes in legislation, rules, policies, manuals, and electronic systems/procedures.

SCOPE

Reporting to the Director, Legal Registries and operating in Yellowknife the Manager, Corporate Registries and Securities has both directly and indirectly reporting staff.

Under the *Business Corporations Act*, *Societies Act*, and *Co-operative Associations Act*, Corporate Registries is responsible for incorporating business corporations, societies, and co-operative associations, as well as registering corporations incorporated elsewhere but carrying on business in the NWT. The Registries is also responsible for registering limited partnerships, limited liability partnerships, partnerships and business names under the *Partnership and Business Names Act*. All documents and records are available for inspection by the public. Under the *Evidence Act*, Corporate Registries also reviews applications from individuals to be



appointed as a Commissioner for Oaths or a Notary Public and recommends to the Minister that suitable applicants be appointed.

The Office of the Superintendent of Securities is responsible for regulating capital markets and providing protection to investors by licensing qualified firms and individuals to sell or provide advice in respect of the trading of securities. This position is a Deputy Superintendent delegated to manage the day-to-day operations of the office fulfilling the role comparable to an Executive Director in a provincial securities commission. The position provides advice and support to the Superintendent by assessing securities applications and filings, interpreting and applying legislative provisions, issuing decisions after assessing facts to determine relief before review by the Superintendent, conducting investigations, providing enforcement action recommendations, proposed amendments to legislation, technical advice, and participating / reporting on several CSA committees to develop legislation, rules, or national instruments. The position conducts the primary review of applications for exemption from the requirements of the *Securities Act* and drafts exemption orders. The position also drafts recognition orders, blanket orders and Rules adopting National and Multilateral Instruments. The performance of these duties ensures the public (and often their life savings) are investing with regulated professionals and investment products. Failure to ensure that issuers provide appropriate disclosure or that only qualified dealers/advisers are registered would expose investors to risks of financial loss. Delay or improper acceptance or rejection of registrations and filings can impair the ability of business to function properly.

The Manager works on matters of recognized legal complexity at a similar level of knowledge and experience as an equivalent highly seasoned or specialized Legal Counsel, and provides advice to public clients, other legal counsel in private practice and government. This position may act as statutory decision maker, legal counsel, or advisor within the scope of programs and legislation the Director is responsible for.

RESPONSIBILITIES

1. Manages the Corporate Registries

- Allocates resources to ensure the efficient processing of applications and filings and the effective provision of information/search services; including identifying priorities for support staff according to the workload on a day-to-day basis.
- Researches, analyzes, and resolves complex legal matters relating to corporate and securities law - a specialized area of the law.
- Reviews complex registrations referred by staff.
- Oversees the operations of the office, customer service, and maintenance of appropriate records of all applications, registrations, and filings.
- Motivates, leads, supervises, and trains legal staff.
- Prepares and maintains manuals and procedures.



- Communicates with the public and the Bar, including holding education seminars, workshops, and other outreach activities.
- Ensures that statistics regarding workflow and volume are kept and recorded.
- Ensures that all revenue is properly reported/receipted and is balanced/reconciled on daily basis and initiates refunds where documents have been rejected.
- Exercises authority as Acting Director of Legal Registries in the absence of the Director.
- Undertakes projects as assigned by the Director.

2. Acts as the Executive Director of the Office of the Superintendent of Securities.

- Carries out the administration of the Office of the Superintendent of Securities on behalf of, and under the direction of the Superintendent.
- Trains staff in the use of Securities applications; System for Electronic Document Analysis and Retrieval PLUS (SEDAR+), and National Registration System/Database (NRD/NRS), the national system for the filing, review and approval of applications for registration of securities dealers and advisers.
- Ensures documents submitted are properly acknowledged by the NWT, and renewals/registrations properly administered.
- Assists with the development and distribution of investor education materials.
- Reconciles revenue, confirming correct fees have been submitted and receipts for deposit and ensures this is done.
- Responds to enquiries regarding registration and filing requirements, policies and procedures from the public, the legal profession, other securities regulators, self-regulatory organizations, and various government departments.
- Providing specific search/information services to other Canadian securities regulators, registrants, and the public, and distinguishing between records that are confidential and those that are available to the public.
- Oversees updating the Reporting Issuer List that is posted on the Justice website weekly.
- Reviews prospectuses and other issuer disclosure documents intended to ensure that companies disclose sufficient details of their activities and finances before they distribute their securities to the public, including:
 - Assessing compliance with legislated requirements;
 - Advising filers of any deficiencies in the documents submitted;
 - Communicating with other securities regulators to ensure submissions are dealt with in a timely and consistent manner; and
 - Deciding whether filings should be accepted or not.
- Reviews applications from individuals to be licensed as securities dealers or advisers, including assessing the qualifications and fitness of applicants (e.g. appropriate courses have been taken; considering civil or criminal proceedings; conducting criminal records checks; etc.).



- Enforcing compliance with continuous filing obligations of registered firms, including confirmation that firms have provided appropriate proof of bonding or insurance, annual financial statements, etc.
- Responds as appropriate to changes to information on a firm's file or on NRD (e.g. Changes in criminal, civil, financial, and regulatory disclosure).
- Develop briefing materials to assist in decision-making related to legislative items.
- Identifies instances where a filing or application may require further review and bringing these to the Superintendent's attention.
- Undertakes projects as assigned by the Superintendent.

3. Performs legislative drafting of securities Rules.

- Contributes to the development of legislative rules to be adopted as laws under the securities legislation in each jurisdiction in respect of a wide range of complex issues under applicable CSA National and Multilateral Instruments, Policies and Notices.
- Researches, develops, and prepares rules and orders pursuant to the *Securities Act* for the Superintendent's review and Minister's signature (where required) together with associated correspondence and briefing materials including ensuring formatting and posting of final Rules and Orders.

4. Serves on Canadian Securities Administrators Committees as assigned by the Superintendent.

- Participates in and actively contributes to national CSA committees as the NWT representative.
- Liaises with the Secretariat of the CSA in regard to CSA projects, legislative initiatives, NWT participation in CSA publications and notices and administrative matters.

5. Undertakes compliance and enforcement measures under the direction of the Superintendent.

- Provides support with enforcement matters by taking appropriate action to follow upon dealers and advisers who fail to comply with their terms and conditions of registration, including default in filing obligations.
- Monitors NRD Alerts, National Registration System (NRS) Documents, Canadian Investment Regulatory Organization (CIRO) approvals and general enquires/requests, initiating action as appropriate.
- Receives and responds to investor complaints regarding the activities of registered firms/individuals and the activities of unregistered firms/individuals who may be engaging in trading/advising and refers complaints requiring further enforcement action to the Superintendent.
- Reviews securities fraud check reports from the RCMP Securities Fraud Information Centre in respect of securities dealer and adviser applications.



- Receives daily notification of issuers/non-issuers that have been cease traded, checks our internal databases to see if the cease traded issuers are registered in NWT and responds as appropriate.

6. Oversees the operation of the Commissioner for Oaths and Notary Public Program.

- Ensures the Commissioner for Oaths and Notary Public Program operates in accordance with the *Evidence Act* by establishing policies, procedures, and systems necessary to operate the program efficiently and ensures appropriate appointments and revocations of appointment recommendations are made to the Minister.

7. Develops Legislation and Computer Systems for the operation of the Registries.

- Identifies, develops, and oversees implementation of automated systems appropriate to NWT needs, co-coordinating development with other jurisdictions where possible.
- Provides advice and recommendations on the development of new legislation and legislative amendments in the area of corporate and securities law, including:
 - Coordinating the development of new legislation.
 - Reviews and develops policy proposals.
 - Developing briefing materials to assist in decision-making.
 - Preparing documents used in the legislative process, including draft legislation, drafting instructions, legislative proposals, public consultation documents, etc.

WORKING CONDITIONS

Physical Demands

No unusual demands.

Environmental Conditions

No unusual conditions.

Sensory Demands

No unusual demands.

Mental Demands

Position encounters deadlines, frequent interruptions, changing priorities and extended periods requiring concentrated attention to detail and accuracy. Position is responsible for final decision regarding disagreements or the resolution of conflicts with submitters (both lawyers and members of the public who do not understand the law) who are questioning staff decisions. These decisions impact the timing and cost of high-value (hundreds of thousands to millions of dollars) transactions.



KNOWLEDGE, SKILLS, AND ABILITIES

- Law Degree and membership in the NWT Bar.
- Knowledge of corporate and securities law.
- Legal research skills and ability to interpret statutes and regulations.
- Analytical and problem-solving skills including problems in varying situations requiring analytical, interpretative, and evaluative skills.
- Ability to clearly communicate both orally and in writing with the public and the legal profession.
- Ability to motivate, lead, supervise, train and mentor staff.
- Ability to deal professionally, diplomatically, directly, and firmly with clients, legal counsel and the public.
- Understanding of the business environment and corporate commercial business practices.
- Ability to work in a computerized office environment and identify technological needs of the registries.
- Ability to work with departmental Information Technology personnel and contractors and to oversee the development and implementation of suitable electronic systems.
- Education or work experience with computers and the development of computer applications.
- Ability to commit to actively upholding and consistently practicing personal diversity, inclusion and cultural awareness, as well as safety and sensitivity approaches in the workplace.

Typically, the above qualifications would be attained by:

A law degree with five years' experience, with a focus in corporate and securities law including one year of supervisory experience in a similar workplace.

Equivalent combinations of education and experience will be considered.

ADDITIONAL REQUIREMENTS

Position Security (check one)

No criminal records check required
 Position of Trust – criminal records check required
 Highly sensitive position – requires verification of identity and a criminal records check

French language (check one if applicable)

French required (must identify required level below)

Level required for this Designated Position is:

ORAL EXPRESSION AND COMPREHENSION

Basic (B) Intermediate (I) Advanced (A)



READING COMPREHENSION:

Basic (B) Intermediate (I) Advanced (A)

WRITING SKILLS:

Basic (B) Intermediate (I) Advanced (A)

French preferred

Indigenous language: Select language

Required
 Preferred