Expertise

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Counsel

Our client is a growing ILS reinsurance and investment manager that manages third party capital via multiple affiliated investment (the 'Funds') and an affiliated Class 3 reinsurer focused primarily on collateralized reinsurance.

Our client is recruiting for the role of Counsel (new in-house role) reporting to the CFO & COO. Depending on the successful candidate's qualifications and experience, the role will provide oversight or be a resource in operational areas such as contract review, side letter review, AML/ATF, Data Privacy, Economic Substance, BMA regulations, governance matters supporting the CFO & COO, and SEC regulatory compliance.

Duties & Responsibilities:
SEC regulatory compliance - The primary focus in filling the role is that of SEC regulatory compliance including oversight, maintenance and on-going enhancement of the Company's compliance program for SEC reporting purposes. It is expected this will account for 30% of the role.

Depending on the successful candidate's qualifications and experience, the role will provide support in the following areas:

- Legal review of contracts, side letters, and other general legal matters
- Governance matters including Board of Director notices and minutes, preparation and coordination of board packages
- Development and/or enhancement of the Company's data privacy policy and procedures, including data protection and data hardening.
- Development, monitoring and testing of compliance with PIPA
- Development of an ESG monitoring program, including testing of ESG policy and procedures.
- Assisting with review of potential investors including subscription booklets for completeness, AML support, etc.
- Assist with the monitoring and ongoing enhancement of the risk management framework, including annual evaluations and reporting across the organization.
- Development of monitoring tools encompassing various key compliance policies, procedures and activities. Assist the CFO & COO to ensure best practices are implemented.
- Develop monitoring framework for evaluation (at least annual) of the Company's policy and procedures (non-compliance matters)
- Designing and assessing key systems and controls for demonstrating compliance with applicable regulations across various jurisdictions
- Develop risk-based monitoring programs for identification of new legal/ regulatory requirements that affect the Company or changes to business activities that may result in changes &/or additions to existing policy & procedures. Prepare analysis of the impacts. Collaborate with CFO & COO or other stakeholders, as necessary, to address changes.
- Assist with the development of responses to inbound compliance related requests from regulators, banks, investors or other requests.
- Bermuda AML & ATF compliance support
- Assist with the oversight, and enhancement of the Company's compliance with the Insurance Act 1978, and the applicable codes of conduct for each of the entities.
- Monitoring and reporting (including presentations &/or written reports) to the various Board of Directors, Committees or other stakeholders.
- Provide in-house training to staff on a number of subject areas, including but not limited to SEC compliance matters, compliance risk mitigants. Maintain all related records.
- Assist with other ad hoc projects as requested.

Minimum Qualifications, Skills & Experience:

- University degree
- Juris Doctor required; Bar admission in the U.S. (NY preferred), Bermuda or England. Minimum of 5 years legal experience either at a law firm or acting as in-house counsel
- Professional regulatory or compliance qualification would be a distinct advantage
- The successful candidate must have SEC-registered hedge fund compliance knowledge/ experience. Prior experience (minimum of two years) may include (but not limited to) legal experience, previous CCO role, former SEC regulator, etc. Prior experience with ILS would be a distinct advantage.
- Comprehensive understanding and experience of implementing risk and control frameworks with respect to the following is preferred:
  - Bermuda's insurance and regulatory framework including Insurance Act; Insurance Code of Conduct; Insurance Managers Code of Conduct; Insurance Sector Cyber Risk Management Code of Conduct
  - Proceeds of Crime Act and associated regulations relating to AML & ATF and economic sanctions
  - the Bermuda Bribery Act 2019 and proceeds of crime legislation
  - Prior experience in investor &/or counterparty due diligence
  - PIPA
  - A sound working knowledge of US and EU Sanctions Risks
  - Knowledge of the EU regulatory environment
  - Working knowledge of data protection laws
  - Working knowledge of cyber-security
- Experience working in Financial Services, preferably insurance or asset management is preferred.
- Demonstrated experience with drafting reinsurance contracts &/or investor side letters, and advising stakeholders on complex fund &/or reinsurance matters.
- Must have a practical, business-minded, results-oriented approach to application of the regulations.
- Experience liaising with C-suite and Board of Directors on compliance related matters.
- Prior experience with governance frameworks, including coordination of board matters, materials, etc would be an advantage
- Analytical, with strong attention to detail and accuracy.
- Excellent verbal and written communication skills, along with strong presentation skills including previous evidence of preparing presentations and reports, appropriate and relative to the recipient audience.
- Proficient knowledge of MS Word, Excel and PowerPoint
- Proven ability to prioritize, use initiative, multi-task, work to deadlines, and work effectively in a team environment. Ability to exercise discretion and confidentiality.
- Ability to work overtime as required, including weekends and Bermuda public holidays.

To apply please send your résumé to bdajobs@expertisegroup.com. All applications are handled in a confidential manner and in accordance with Expertise's Privacy Policy, available on our website.

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