

Corporate Secretary (Attorney) Position at Chain Bridge Bancorp, Inc. and Chain Bridge Bank, N.A.

Job Title: Corporate Secretary

Job Location: Flexible (Fully Remote, Hybrid or Onsite)

Reports to: Chairman of the Board, with a functional reporting line to the CEO and President for board and committee package preparation and related executive tasks.

About Chain Bridge Bancorp, Inc. and Chain Bridge Bank, N.A.:

Chain Bridge Bancorp, Inc., a Delaware Corporation ('the Company'), serves as the holding company for Chain Bridge Bank, N.A. ('the Bank'), a nationally chartered bank with full trust powers. As of December 31, 2023, the Company's common shares are privately held by 269 shareholders. The Bank, with assets of \$1.205 billion as of the end of 2023, operates from McLean, Virginia, and has deposit clients in 46 states, the District of Columbia, and the Virgin Islands.

Job Description:

Chain Bridge Bancorp, Inc. and Chain Bridge Bank, N.A. are seeking a highly qualified Corporate Secretary. This role requires an attorney capable of independently managing a broad range of corporate secretarial duties and governance responsibilities. The Corporate Secretary will play a crucial role in maintaining compliance with the Company's and Bank's governing documents, corporate governance principles, and legal standards, functioning autonomously without a large legal department.

Key Responsibilities:

- Act as Corporate Secretary for both the Company and Bank, managing all aspects of board and committee meetings, including scheduling, agenda setting, material preparation, minute taking, board portal management, and assembling meeting and committee books, followed by action tracking.
- Ensure adherence to the Company's and Bank's governing documents, as well as corporate governance standards and practices.
- Provide legal counsel on corporate governance, board functions, and compliance with governing documents and applicable laws and regulations.
- Manage corporate records, including taking meeting minutes, drafting resolutions, drafting unanimous written consents and making corporate filings.
- Facilitate communication and information flow between the board, management, and stockholders.
- Lead the preparation of proxy statements and other shareholder communications.
- Coordinate and execute the annual shareholders' meeting.

- Stay updated on and advise about emerging corporate governance trends and best practices.
- Guide on compliance with federal and state securities laws and regulations affecting corporate governance.
- Work independently in the absence of a larger legal department.

Qualifications:

- Juris Doctor (J.D.) degree from a highly regarded law school, with a preference for graduates of institutions consistently recognized for academic excellence in law.
- Candidates who have distinguished themselves academically, such as through participation in Law Review or induction into the Order of the Coif, will be given special consideration.
- Active bar membership in good standing in any state.
- Exceptional writing skills.
- Preferred: Certification in corporate governance, such as from the Society for Corporate Governance, demonstrating a commitment to and expertise in best practices and principles in this field.
- Minimum of 5 years of legal experience, preferably in corporate governance, securities law, banking, or a related field.
- Experience as a Corporate Secretary, Assistant Corporate Secretary, or similar role is desirable.
- Knowledge of Delaware corporate law.
- Banking or financial services industry experience preferred.
- Knowledge of corporate governance principles and best practices.
- Familiarity with federal and state laws and regulations relevant to corporate governance and financial institutions.
- Understanding of federal securities laws.
- Strong organizational, communication, and interpersonal skills.
- Ability to work independently and manage multiple tasks simultaneously.
- Professionalism and discretion in handling confidential information.
- Proficiency in technology, including AI.
- Experience in board relations and facilitating board member engagement.
- Proficiency in corporate secretary software or board portal technologies.
- Project management skills and the ability to manage complex governance-related projects.
- Strategic thinking and advisory skills to provide valuable insights to the board and senior management.
- Commitment to continuous learning and staying updated on governance trends and regulatory changes.

Application Process:

Please submit a resume and cover letter to HR@chainbridgebank.com. Indicate your preference for remote, hybrid or onsite work in your cover letter.