

## **Advance Auto Parts Job Description**

**Job Title: Vice President, Associate General Counsel, Securities and Corporate Governance**

**Department: Legal**

**Reports To: EVP General Counsel**

**FLSA Status: Exempt**

**Job Grade: 22**

**Job Code: LGL010**

### **SUMMARY**

The Vice President, Associate General Counsel, Securities/Governance prepares, manages and oversees the company's SEC filings, including periodic reports, current reports, proxy statements, Section 16 filings, securities offerings and other related filings.

### **ESSENTIAL DUTIES AND RESPONSIBILITIES**

- Prepares, manages and oversees the company's SEC filings, including periodic reports, current reports, proxy statements, Section 16 filings, securities offerings and other related filings.
- Oversees and provides support to the Board of Directors and its Committees in the areas of public disclosures, applicable law, corporate governance and policies, oversight responsibilities, executive compensation and other public company obligations and best practices.
- Drafting and filing of the company's annual proxy statement, including managing shareholder and management proposals. Advises on annual report and shareholder meeting.
- Ensures compliance with SEC and NYSE rules and regulations.
- Provides legal support and guidance with respect to executive compensation, as well as equity plan administration and trading windows.
- Provides legal support to the Corporate Secretary, including the drafting, preparation and review of Board of Director meeting materials.
- Collaborates and provides legal guidance on external communications such as earnings releases, press releases, investor presentations and marketing materials, and the Company website.
- Provides legal support for the maintenance of the Company's subsidiaries and for corporate transactions, including any debt or equity transactions undertaken by the Company.
- Acts as a key business partner and advisor to the company's executive team as well as the investor relations, internal audit, finance, human resources and corporate communications functions.
- Provides strategic counseling on, drafts and interprets company policies and procedures, including ethics and compliance policies.
- Provides training to the company on legal topics.
- Responds to legal requests and queries from individuals in all areas and all levels within the organization, and proactively recognize and address potential legal issues as they arise.
- Monitors and maintains awareness of pending regulations and developments that are relevant to the Company's business interests, particularly relating to corporate governance and public company matters.
- Manages outside counsel and assigned portion of Legal function budget.
- Provide support for litigation, M&A activity, contracts review and other legal projects, as needed.

## **QUALIFICATIONS**

Ability to read, analyze and interpret complex legal and business documents.

Ability to respond discretely and effectively to the most sensitive inquiries or complaints.

Ability to make effective and persuasive presentations on controversial and/or complex topics to all levels of management, as well as Board of Directors and outside third parties. High level of reasoning ability required.

Ability to define problems, collect and analyze complex data and conflicting viewpoints, establish facts and draw valid conclusions, as well as make strategic decisions and persuasive arguments.

Strong analytical and problem-resolution skills; exceptional business judgment, with the ability to think strategically and give practical advice by balancing business needs with legal risks.

Excellent written, oral and interpersonal skills and the ability to interface with, and gain the respect of, stakeholders at all levels, including Board of Directors.

Strong negotiating skills with both legal and financial/commercial issues and functions of the company.

Developed organizational capabilities and the ability to manage several simultaneous projects under deadline pressure.

Excellent verbal and written communication skills to effectively work with various departments and levels within the company, as well as Board of Directors and shareholders.

Ability to work independently and in a fast-paced environment required.

## **EDUCATION and/or EXPERIENCE**

Juris Doctorate (J.D.) degree from an accredited law school, and at least 10 years of experience in public company corporate and securities law in a law firm or corporate environment.

## **SUPERVISORY RESPONSIBILITIES**

Supervisory responsibilities may include management of other attorneys, paralegals and/or administrative assistants.

Experience managing outside counsel in a multi-state environment preferred.

## **CERTIFICATES, LICENSES, REGISTRATIONS**

Must have valid license to practice law issued from the Virginia or North Carolina Bar or be qualified for admission as Corporate Counsel in Virginia or North Carolina.